

Annual Report 2023-24



**Kotak Mahindra Capital Company
Limited**



Transforming
for scale



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Directors' Report

To the Members,

Kotak Mahindra Capital Company Limited

The Directors present their Twenty-Ninth Annual Report together with the audited accounts of your Company for the year ended 31st March, 2024.

1. FINANCIAL SUMMARY/ HIGHLIGHTS

(₹ in Lakh)

Particulars	Standalone	
	Year ended 31 st March, 2024	Year ended 31 st March, 2023
Gross Income	45,853.28	33,850.44
Profit before Tax	29,956.02	20,828.66
Provision for Tax	6,744.92	4,764.63
Profit after Tax	23,211.1	16,064.03
Balance of Profit from previous years	91,014.65	78,398.45
Amount available for appropriation	115,119.48	94,450.78
Appropriations:		
Interim Dividend paid	-	-
Proposed Final Dividend	4,295.19	3,436.15
Surplus carried forward to the Balance Sheet	110,824.31	91,014.63

(₹ in Lakh)

Particulars	Consolidated	
	Year ended 31 st March, 2024	Year ended 31 st March, 2023
Gross Income	44,653.24	32,650.42
Profit before Tax	90,775.86	58,873.79
Provision for Tax	23,986.34	19,723.31
Profit after Tax	66,789.53	39,150.49
Balance of Profit from previous years	410,681.36	374,978.69
Amount available for appropriation	478,364.65	414,117.49
Appropriations:		
Interim Dividend paid	-	-
Proposed Final Dividend	4,295.19	3,436.15
Surplus carried forward to the Balance Sheet	474,069.46	410,681.34

2. DIVIDEND

The Board has recommended a final dividend of ₹125 per equity share @1250% for fiscal 2023-24, aggregating to ₹ 429,518,625/- (₹ Forty-Two Crore Ninety-Five Lakh Eighteen Thousand Six Hundred Twenty-Five Only). The final dividend is subject to the approval of the shareholders at the forthcoming Annual General Meeting.

3. STATE OF THE COMPANY'S AFFAIRS

KOTAK MAHINDRA CAPITAL COMPANY LIMITED (KMCC)

Your Company is a leading, full-service investment bank in India offering integrated solutions encompassing high-quality financial advisory services and financing solutions. The services include Equity Capital Market issuances, M&A Advisory and Private Equity Advisory.

EQUITY CAPITAL MARKETS

In FY24, Indian Equity Capital Markets witnessed a strong rebound in IPO activity as compared to FY23. While momentum in sell-down activity via secondary deals executed on the exchanges continued, FY24 also saw a revival of follow-on primary raises via qualified institutions placement (QIPs) and rights issues. Both foreign and domestic institutional investors supported the markets in strength with an inflow of US\$ 25.3Bn each from both



categories during FY24. A total of ₹ 2,99,040 crore (vs ₹ 1,40,856 crore in FY23, up 112% y-o-y) was raised in FY24 across deals i.e. initial public offerings (IPOs), QIPs, further public offering (FPO), rights issues, sell-downs and offers for sale. All sectors saw capital market deals being executed on the back of strong investor response.

Your Company was ranked No. 1 in Equity Capital Markets (Source: Bloomberg) in FY24 and continued to be the Left Lead Banker of Choice having led marquee transactions such as Mankind Pharma, Concord Biotech, Honasa Consumer and Cello World in a Left Lead role

Your Company successfully completed 45 transactions, including 13 IPOs, 5 QIPs, 2 OFS, and 1 Rights Issue in FY 2024. Kotak led several marquee transactions such as IPO of Mankind Pharma - ₹ 4,326 crore, first ever combined QIP of Equity and CCD through a single document for Cholamandalam Investment & Finance Co. - ₹ 4,000 crore

Top Equity Deals that were concluded by your Company during the year include:

IPO: Mankind Pharma – ₹ 4,326 crore, Nexus Select Trust – ₹ 3,200 crore, JSW Infrastructure – ₹ 2,800 crore, Sustainable Energy Infra Trust – ₹ 2,263 crore, Cello World – ₹ 1,900 crore, Honasa Consumer – ₹ 1,701 crore, Concord Biotech – ₹ 1,551 crore, Samhi Hotels – ₹ 1,370 crore, India Shelter Finance – ₹ 1,200 crore, SBFC Finance – ₹ 1,025 crore, Blue Jet Healthcare – ₹ 840 crore, Signature Global – ₹ 730 crore, Utkarsh Small Finance Bank – ₹ 500 crore

QIP: Cholamandalam Investment & Finance Co. – ₹ 4,000 crore, Macrotech Developers – ₹ 3,282 crore, Federal Bank – ₹ 3,040 crore, Brookfield India Real Estate Trust – ₹ 2,305 crore, Chalet Hotels – ₹ 1,000 crore

Rights: Grasim Industries – ₹ 4,000 crore

MERGERS & ACQUISITIONS AND PRIVATE EQUITY ADVISORY

The total M&A Advisory deal value in India for FY 2023-24 decreased to USD 80 billion vis-à-vis USD 183 billion in FY 2022-23 (including HDFC merger of USD 56 billion), while deal volumes decreased to 2,766 in FY 2023-24 from 3,067 in FY 2022-23. The average deal size for FY 2023-24 decreased to USD 46 mn vis-à-vis USD 62 mn in FY 2022-23 (excluding HDFC merger of which had a deal size of USD 56 billion). (Source: Bloomberg, as on 8th May, 2024)

KMCC advised on a diverse array of 10 M&A transactions across a range of products and sectors, for a total deal value of USD 4.0 billion (not considering deals where values have not been disclosed):

- Across products, ranging from acquisitions, divestments, mergers, restructurings, private equity investments;
- Across sectors, ranging from healthcare, financial services, consumer, real Estate, digital, specialty chemical, etc.

Deal values in FY 2023-24 shown degrowth of ~56% vis-à-vis the previous year considering the rising interest rate environment. In FY 2023-24 financial sponsors accounted for around 30% of the transactions by value vis-à-vis 29% in FY 2022-23 and continue to constitute a significant part of India's M&A activity.

The deal activity during FY 2023-24 was largely contributed by domestic majority, inbound minority and majority investments, corporate restructurings. Consolidation by market leaders, acquisition by global strategic players and private equity funds and simplification of corporate structure were major drivers for M&A transactions in FY 2023-24 and the trend is expected to continue in FY 2024-25. Other factors such as building adjacencies by acquisition of new business, business consolidation, sponsor buyouts and exits by private equity funds are also expected to drive the M&A activity in FY 2024-25.

Some of the key advisory deals that were announced by Your Company during the financial year include:

- Sell-side advisor for sale of controlling stake in Kotak Mahindra General Insurance to Zurich Insurance Group
- Sell-side advisor for sale of 75% stake in Glenmark Lifesciences to Nirma
- Sell-side advisor for sale of controlling stake in NivaBupa Health Insurance by Truenorth to joint venture partner Bupa
- Sell-side advisor for primary fundraise by NivaBupa from Temasek, Paragon Partners and Motilal Oswal PE
- Sell-side advisor for sale of 30% stake in Signet Excipients to IMCD Group
- Sell-side advisor to Renew Buy for its Series-D fundraise from Dai-ichi Life Holdings
- Buy-side advisor to Tata Consumer Products for acquisition of Capital Foods
- Buy-side advisor to Tata Consumer Products for acquisition of Organic India
- Financial advisor to ITC for demerger of its hotels business into ITC Hotels
- Financial Advisor for merger of Cohance Lifesciences with Suven Pharmaceuticals

AWARDS AND RECOGNITIONS: -

Your Company has received following awards by recognitions:

AsiaMoney 2023 --India's Best Investment Bank

The Asset Triple A Country Awards for Sustainable Finance 2022 - Best IPO (India)

Finance Asia Country Awards 2021: -

- Best Investment Bank, India
- Best ECM House, India

The Asset Triple A Country Awards 2021: -

- Best equity adviser, India
- Best IPO, India (Deal - Zomato US\$1.3 billion IPO)
- Best QIP, India (Deal - Embassy Office Parks Reit 36.80 billion rupees follow-on offering)

4. INTERNAL CONTROL & RISK MANAGEMENT

Management is responsible for establishing and maintaining adequate internal control over financial statements /reporting. Internal control over financial reporting is a process designed under the supervision of the Chief Financial Officer to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external reporting purposes in accordance with regulatory required applicable Accounting Principles.

Internal control over financial reporting includes policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions and dispositions of assets; provide reasonable assurances that transactions are recorded as necessary to permit preparation of financial statements in accordance with accounting standards and that receipts and expenditures are being made only in accordance with authorisations of management and the respective Directors; and provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use or disposition of assets that could have a material effect on the financial statements. Internal control systems, no matter how well designed, have inherent limitations. During the year your company carried out a third-party review of internal financial control of which the results did not bring out any material deficiencies.

The Directors and management of the company have responsibility for ensuring that management maintain an effective system of risk management and internal control and for reviewing its effectiveness. Your company is committed to operating within a strong system of internal control that enables business to be transacted and risk taken without exposing itself to unacceptable potential losses or reputational damage. Risk is managed on group basis as well on an entity basis. Your Company has a risk management policy along with a risk register that identifies and monitors critical risks, which may threaten the existence of the Company.

5. DIRECTORS AND BOARD MEETINGS

Mr. Uday Kotak, Chairman (DIN: 00007467) and Ms. Anu Aggarwal Director (DIN No: 07301689) retire at the ensuing Annual General Meeting and are eligible for re-appointment.

Mr. Dipak Gupta (DIN-00004771) resigned from the Board and other Committees w.e.f 26th April, 2024 and Mr. Krishnan Venkat Subramanian (DIN: 00031794) resigned from the Board and other Committees w.e.f 30th April, 2024.

During the financial year 2023-24, the Company held seven (7) meetings of its Board of Directors was held on 24th April, 2023, 31st May, 2023, 19th July, 2023, 18th October, 2023, 8th December, 2023, 19th January, 2024 and 11th March, 2024. Two Audit Committee meeting were held on 24th April, 2023 and 31st May, 2023. Two Corporate Social Responsibility (CSR) Committee meeting were held on 31st August, 2023 and 9th January, 2024. One Annual General Meeting (AGM) was held on 26th June, 2023.

COMMITTEES OF THE BOARD

The following statutory and voluntary Committees constituted by the Board function according to their respective roles and defined scope:

- a) Audit Committee
- b) Corporate Social Responsibility Committee (CSR)
- c) Routine and Administrative Functions (RAF)
- d) Expenditure Approval Committee
- e) Human Resource & People Development Committee



Details of composition, terms of reference and number of meetings held for respective Committees are given in the Report on Corporate Governance, which forms a part of this Annual Report.

6. DISCLOSURE IN RESPECT WITH THE COMPLIANCE WITH THE SECRETARIAL STANDARDS

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Meeting of the Board of Directors (SS-1) and General Meetings (SS-2).

7. STATUTORY AUDITOR

The Company's Auditors, M/s Deloitte Haskins & Sell LLP, Chartered Accountants (Firm Regn No: 117366W/W-100018), were appointed as Statutory Auditors of the Company for a period of 5 years at the 24th Annual General Meeting of the Company held on 28th June, 2019 to hold office till the conclusion of 29th Annual General Meeting. Deloitte Haskins & Sells, LLP are eligible for re-appointment to further term of five years and they have given their consent and expressed their willingness for re-appointment. The Board of Directors of the Company have recommended their re-appointment for members approval.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

There are no qualifications, reservations or adverse remarks or disclaimers made by Statutory Auditor, in their report.

There have been no instances and frauds detected by the Statutory Auditor as prescribed under Section 143(12) of the Companies Act, 2013.

SECRETARIAL AUDITOR

The Board had appointed M/s. Rupal D. Jhaveri, (FCS No: 5441), Practicing Company Secretary to carry out Secretarial Audit under the provisions of the Section 204 of the Companies Act, 2013. The report of the Secretarial Auditor is annexed to this report as Annexure-II.

EXPLANATIONS / COMMENTS BY THE BOARD:

On every qualification, reservation or adverse remark or disclaimer made by practicing CS in secretarial audit report. NIL.

8. STATUTORY INFORMATION

During the year under review, your Company did not accept any deposits from the public. There are no deposits due and outstanding as on 31st March, 2024.

During the year your Company's foreign exchange income was ₹ 30.32 Crore while the outgo was ₹ 1.36 Crore.

The Company has made no application or no proceedings pending under the Insolvency and Bankruptcy Code, 2016 during the year.

ADDITIONAL DISCLOSURES

There were no settlement made by the Company with Banks and Financial Institutions requiring disclosure under clause (x) of sub-rule 5 of Rule 8 of the Companies (Accounts) Rules 2014.

The Company has made no application or no proceedings pending under the Insolvency and Bankruptcy Code, 2016 during the year.

According to the provisions mentioned under the Companies CSR (Policy) Amendment Rule 2021, the Company's Chief Financial Officer certified that funds for CSR have been utilised for the purpose and manner as approved by the Company's board of directors.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

The provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is not applicable to Company.

9. INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL), ACT, 2013

The Company has a policy against sexual harassment and a formal process for dealing with complaints of harassment. The said policy is in line with applicable laws. The Company through the policy ensures that all such complaints are resolved within defined timelines. During the year, no new complaints were received by the Company under the said policy, and nil matters were pending. During the year, the Company had arranged a mandatory workshop for employees to make them familiar with the Act and its requirements. NIL pending and NIL disposed.

10. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm in pursuance of Section 134(5) of the Companies Act, 2013, that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanations relating to material departures, if any;

- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at the end of the financial year and of the profit/ loss of your Company for the financial year ended 31st March, 2024;
- (iii) they have taken proper and sufficient care to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively; and
- (vi) they had laid down internal financial control to be followed by the Company and that such internal financial control are adequate and are operating effectively.

11. CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of Section 135 of the Companies Act, 2013 ("the Act") read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time-to-time Kotak Mahindra Capital Company Limited ("Company"), has constituted a Corporate Social Responsibility Committee (CSR) Committee.

The members on the CSR committee during FY 24 were:

- | | |
|---------------------------------------------------|------------------|
| 1. Mr. Krishnan Venkat Subramanian, Director | : (DIN 00031794) |
| 2. Mr. Ramesh Srinivasan, Managing Director & CEO | : (DIN 02787576) |
| 3. Ms. Anu Aggarwal, Director | : (DIN 07301689) |

Your Company's CSR policy sets out your Company's vision, mission, governance and CSR focus areas to fulfill its inclusive agenda across various geographies of India. The CSR Policy also highlights your Company's intent to contribute towards the economic, environmental and social growth of the nation and reflects the organisation's commitment to contribute towards United Nation's ("UN") Sustainable Development Goals ("SDGs"). Your Company has collaborated with implementing agencies to undertake impactful projects in the CSR focus areas viz. Education & Livelihood and Healthcare as defined under the CSR Policy.

The Company's CSR policy is available on the Company's website viz. https://investmentbank.kotak.com/downloads/kmbi_&_subsidiaries_policy_statement_on_csr.pdf Your Company's CSR, Project and CSR Project Expenditure are compliant with the CSR mandate as specified under Section 134, Section 135 read with schedule VII of the Act along with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time and in line with the Government of India's notifications issued from time-to-time

The 2% of Average net profit of the Company for FY 2023-24 as per Section 135 of the Act and the Companies (Corporate Social Responsibility Policy) Rules 2014, as amended from time to time is ₹ 362.65 lakh. After setting-off ₹ 9.53 lakh from the excess CSR spent of the previous FY 2022-23, the total CSR obligation of the Company for FY 2023-24 is ₹ 353.12 lakh

During the financial year 2023-24, the Company's spend on CSR Project is ₹ 321.00 lakh, amount spent on CSR Administrative Overheads is ₹ 6.59 lakh. Further, an amount of ₹ 53.46 lakh which is on account of the unutilised CSR Expenditure pertaining to ongoing CSR Projects of FY 2023-24 has been transferred to the Kotak Mahindra Capital Company Limited Unspent CSR Account FY 2023-24 in April 2024. Your Company is committed to utilise the unutilised CSR Project Expenditure of ongoing CSR Projects Expenditure FY 2023-24 of ₹ 53.46 lakh within the stipulated three years i.e. from 1st April, 2024 to 31st March, 2027.

Together with the CSR Project Spend, administrative expenditure and Unspent CSR amount, the total CSR Expenditure for FY 2023-24 is ₹ 381.05 lakh, which is an excess by ₹ 27.93 lakh over and above the total CSR obligation for FY 2023-24. The excess CSR spend of ₹ 27.93 lakh for FY 2023-24 is being carried forward to succeeding financial years and would be available for set-off in those financial years. The details are more particularly described in section on Annual Report on CSR activities for FY 2023-24.



Your Bank also maintains the following Unspent CSR Bank accounts pertaining to funds earmarked for its Ongoing CSR Projects for the previous financial years

(₹ in Lakh)

Name of the Unspent account	Ongoing CSR Projects to which Unspent account relates	Amount transferred to Unspent account in respective financial years	Amount disbursed from unspent accounts till date	Balance as on 31 st March, 2024
Kotak Mahindra Capital Company Limited Unspent CSR account FY 2020-21	FY 2020-21	112.00	112.00	Nil
Kotak Mahindra Capital Company Limited Unspent CSR account FY 2021-22	FY 2021-22	60.19	60.19	Nil
Kotak Mahindra Capital Company Limited Unspent CSR account FY 2022-23	FY 2022-23	240.40	195.50	44.90

The details of CSR Projects and Expenditure under Section 135 of the Act, for FY 2022-23, are annexed to this Report as Annexure-III.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans, guarantees and Investments are given in notes 5A and 6 to financial statements attached to the Directors Report.

13. RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered were of arm's length and in the ordinary course of business and there are no transactions to be reported. Details of Related Party Transactions are provided in note 29 to notes forming part of financial statements attached to the Directors Report. There are no material related party transactions, which were at arm's length hence Form AOC-2 is not attached.

14. PARTICULARS OF EMPLOYEES

The information, to the extent required for an unlisted company pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, is provided.

15. REPORT ON THE PERFORMANCE OF ASSOCIATE COMPANIES

Following are the associate companies of the Company:

- Infina Finance Private Limited
- Kotak Infrastructure Debt Fund Limited
- Kotak Alternate Asset Managers Limited
- Kotak Mahindra (International) Limited
- Kotak Mahindra Inc
- Kotak Securities Limited

There was no change in associate companies during the period under review. The company does not have any subsidiaries or joint ventures. The performance of the associate companies and their contribution to the overall performance of the Company during the period under review is attached to the financial statement. Consolidated financial statements with these associate companies is attached.

16. ANNUAL RETURN

Annual Return of the Company hosted on the website of the Company. The website link for Annual Return is as below:

<https://investmentbank.kotak.com>

17. ACKNOWLEDGEMENTS

Your directors would like to place on record their gratitude for the valuable support received from Securities and Exchange Board of India, Reserve Bank of India and other Government and Regulatory agencies and Company's bankers. Your directors acknowledge and wish to place their appreciation of employees for their commendable efforts, teamwork and professionalism.

For and on behalf of the Board of Directors

Uday Kotak

Chairman

DIN No. 00007467

Place: Mumbai

Date: 29th May, 2024

Note Form AOC - 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES / ASSOCIATE COMPANIES / JOINT VENTURES

Part "A" : Subsidiaries

(₹ In Lakh)

Sl No.

Name of the subsidiary

Financial year ending on

Reporting Currency

Share Capital *

Reserves & Surplus *

Total Assets

Total Liabilities

Not Applicable

Investments

Turnover

Profit before taxation

Provision for taxation

Profit after taxation

Proposed Dividend

% of shareholding

- There are no subsidiaries which are yet to commence commercial operations.

- There are no subsidiaries which have been liquidated or sold during the year.



Part "B" : Associates

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Venture

(₹ In Lakh)

Particulars	Kotak Mahindra (International) Limited	Kotak Mahindra Inc	Kotak Alternate Asset Managers Limited	Kotak Securities Limited	Infina Finance Private Limited	Kotak Infrastructure Debt Limited
Latest audited Balance Sheet date	31-Mar-24	31-Mar-24	31-Mar-24	31-Mar-24	31-Mar-24	31-Mar-24
Share of Associate held by the company on the year end						
No. of Equity Shares	2,000,000	1,231,572	3,710,033	400,010	1,100,240	62,000,000
Amount of Investment in Associates (₹ In lakh)	718.00	1,802.90	12,635.70	12,300.00	110.02	6,200.00
Extent of Holding (%)	49.00%	49.00%	41.37%	25.00%	49.99%	20.00%
Description on how there is significant influence	Ownership of 20% or more of the voting power	Ownership of 20% or more of the voting power	Ownership of 20% or more of the voting power	Ownership of 20% or more of the voting power	Ownership of 20% or more of the voting power	Ownership of 20% or more of the voting power
Reason why the associate is not consolidated	Ownership of less than 50% of the Voting Power and no control over the Board	Ownership of less than 50% of the Voting Power and no control over the Board	Ownership of less than 50% of the Voting Power and no control over the Board	Ownership of less than 50% of the Voting Power and no control over the Board	Ownership of less than 50% of the Voting Power and no control over the Board	Ownership of less than 50% of the Voting Power and no control over the Board
Networth attributable to shareholder as per latest audited Balance sheet	60,884.74	4,743.11	44,470.15	314,726.31	126,769.53	10,192.89
Profit / Loss for the year	9,534.18	1,080.63	12,079.95	189,576.15	22,878.33	3,377.11
i. Considered in Consolidation	4,671.73	529.51	4,996.93	47,395.23	11,436.47	675.41
ii. Not Considered in Consolidation	4,862.45	551.12	7,083.02	142,180.92	11,441.86	2,701.70

- There are no associate / joint venture which are yet to commence commercial operations.

- During the year, the group sold none of its stake in joint venture.

Form No. MR - Secretarial Audit Report

For the financial year ended 31st March, 2024 [Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,

KOTAK MAHINDRA CAPITAL COMPANY LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **KOTAK MAHINDRA CAPITAL COMPANY LIMITED ("the Company")**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31st March, 2024 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. Foreign Exchange Management Act, 1999 ('FEMA') and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, overseas Direct Investment and External Commercial Borrowings; (Not Applicable to the Company during the audit period)
3. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
4. The Depositories Act, 1996 and the Regulations and Bye- Laws framed there under;
5. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the audit period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not Applicable to the Company during the audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not Applicable to the Company during the audit period)
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (Not Applicable to the Company during the audit period)
 - (j) The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019; (Not Applicable to the Company during the audit period); and
 - (k) The Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.



6. Other Regulations/Laws specifically applicable to the Company namely:-
 - a) Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;
 - b) Prevention of Money Laundering Act, 2002 and PML (Maintenance of Records) Rules 2005
7. Other laws to the extent applicable to the Company as per the representations made by the Company;

I have also examined compliance with the applicable clauses of the following:

- (1) Secretarial Standards issued pursuant to section 118(10) of the Act, by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the above-mentioned Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate Notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except in cases where shorter notice is given, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period:

1. Mr. Jayasankar Venkatraman (DIN: 09227799), Whole-Time Director of the Company, was re-designated as Managing Director by the Company in Board Meeting dated May 31, 2023 and the said re-designation was approved by the Shareholders of the Company in the Annual General Meeting ("AGM") dated June 26, 2023. Further, he was also re-appointed in said AGM after his retirement by rotation.
2. Mr. Sourav Mallik (DIN: 07152812), was re-appointed as Joint Managing Director in the Annual General Meeting ("AGM") dated June 26, 2023 for the term of 3 years w.e.f. June 01, 2023 to May 31, 2026. He was also re-designated as Managing Director by the Company in Board Meeting dated May 31, 2023 the said re-designation was approved by the Shareholders of the Company in the said AGM.
3. Mr. Jaimin Mukund Bhatt (DIN: 00003657), Director of the Company was re-appointed in the Annual General Meeting ("AGM") dated June 26, 2023 after his retirement by rotation.

Rupal D. Jhaveri

Company Secretary in Practice

Membership No.: F5441

Certificate of Practice No.: 4225

UDIN: F005441F000478606

Peer Review Certificate No.: 1139/2021

Place: Mumbai

Date: 29th May, 2024

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

To,
The Members,
KOTAK MAHINDRA CAPITAL COMPANY LIMITED

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Mumbai
Date: 29th May, 2024

Rupal D. Jhaveri
Company Secretary in Practice
Membership No.: F5441
Certificate of Practice No.: 4225
UDIN: F005441F000478606
Peer Review Certificate No.: 1139/2021



ANNEXURE-III

Annual Report on CSR activities of the Company

For the financial year ended 31st March 2024

1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY.

Kotak Mahindra Capital Company Ltd. ("Company") recognises its responsibility to bring about a positive change in the lives of the communities through its business operations and Corporate Social Responsibility ("CSR") initiatives. Your Company aspires to be a trusted partner and contributes significantly towards the economic, environmental and social growth of the nation.

It is also committed to contribute towards United Nation's (UN) Sustainable Development Goals (SDGs). Your Company's CSR policy sets out its vision, mission, governance, and CSR focus areas to fulfill its inclusive growth agenda in India.

While ensuring that its CSR Policy, projects and programmes are compliant with the CSR mandate as specified under Section 134, Section 135 read with Schedule VII of the Companies Act, 2013 along with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time and in line with the Government of India's notifications issued from time-to-time, your Company also endeavours to align its CSR projects and programmes with government initiated social development programmes and interventions and last but not the least, United Nation's Sustainable Development Goals (SDGs)

2. COMPOSITION OF CSR COMMITTEE:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Krishnan Venkat Subramanian	Chairman	2	2
2	Mr. Ramesh Srinivasan	Managing Director / Member	2	2
3	Ms. Anu Aggarwal	Member	2	2

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company. https://investmentbank.kotak.com/downloads/kmbi_&_subsidiaries_policy_statement_on_csr.pdf

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:

The impact assessment is not mandatory for the Company as its average CSR obligation is less than ₹ 10 crore (limit for mandatory Impact assessment prescribed under Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time)

5	(a) Average net profit of the company as per as per sub-section (5) of section 135	₹ 18,132.52 lakh
	(b) Two percent of average net profit of the company as per sub-section (5) of section 135	₹ 362.65 lakh
	(c) Surplus arising out of the CSR projects, programmes, or activities of the previous financial years.	Not Applicable
	(d) Amount required to be set off for the financial year, if any	₹ 9.53 lakh
	(e) Total CSR obligation for the financial year [(b) + (c) - (d)]	₹ 353.12 lakh
6	(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	₹ 321.00 lakh
	(b) Amount spent in Administrative Overheads	₹ 6.59 lakh
	(c) Total amount spent for the Financial Year [(a)+(b)+(c)]	₹ 327.59 lakh
	(d) CSR amount spent or unspent for the financial year:	

Total Amount Spent for the Financial Year (₹ in Lakh)	Amount Unspent (₹ in Lakh)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6) of the Act.		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) of the Act.		
	Amount (₹ in Lakh)	Date of transfer	Name of the Fund	Amount	Date of transfer
327.59*	53.46	April 26, 2024	N.A	N.A	N.A

* includes administrative overhead cost of ₹ 6.59 lakh

(e) Excess amount of set-off, if any

Sl. No.	Particulars	Amount (₹ in Lakh)
(i)	Two percent of average net profit of the company as per section 135(5) of the Act	362.65
(ii)	Total amount spent for the Financial Year	381.05*
(iii)	Excess amount spent for the financial year [(ii)-(i)]	18.40
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	27.93**

* Includes unspent amount transferred to unspent CSR account and administrative overheads

** including excess spend of ₹ 9.53 lakh available from previous years

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹ lakh)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (₹ in lakh) as on 31 st March 2023	Amount spent in the reporting Financial Year (₹ in lakh)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any		Amount remaining to be spent in succeeding financial years. (in ₹)
					Name of the Fund	Amount (in ₹)	
1	2020-21	112.00	38.33	38.33	N.A	N.A	Nil
2	2021-22	60.19	Nil	Nil	N.A	N.A	Nil
3	2022-23	240.40	240.40	195.50	N.A	N.A	44.90

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes No 3

If Yes, enter the number of capital assets created / acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year 2023-24:

S. No.	Short particulars of the property or asset(s)	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹ lakh)	Details of entity/ Authority/ beneficiary of the registered owner	
					CSR Registration Number, if applicable	Name Registered address
1	Medical equipment for Cancer treatment (Please refer note)	221005	14 th February, 2024 and 28 th February, 2024	50.00	CSR00001287	Tata Memorial Centre Dr. E Borges Road, Parel, Mumbai -400 012
2	OCT Machine - Cirrus HD 6000 Angiplex (Eye care treatment)	400022	21 st February, 2024	75.00	CSR00001777	Sri Shanmukhananda Fine Arts & Sangeetha Sabha Marg, Sion (East), Mumbai – 400022
Total				125.00		

Note:

₹ 50 lakh was paid as advance for procurement of medical equipment during the financial year FY2023-24 by the implementing agency. The total cost of medical equipment is ₹ 90 lakh. The balance payment of ₹ 40 lakh and installation of the equipment has been completed in Q1 of financial year 2024-25.


Capital assets created from Unspent account FY 2020-21:

S. No.	Short particulars of the property or asset(s)	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent (₹ lakh)	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
1	Laptops	400088	26 th May, 2023, 19 th July, 2023, 12 th December 2023, 11 th January 2024, 16 th February 2024 and 28 th March, 2024	0.40	CSR00001785	Kotak Education Foundation	1 st Floor, North Side, Ujagar Compound, Sunder Baug, Opp. Deonar Bus Depot, Off Sion-Trombay Road, Deonar, Mumbai - 400 088
Total				0.40			

The capital asset is procured for Project Excel which is collaborative CSR Project of Kotak Group companies and ₹ 0.40 lakh was allocated to the Company.

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5) of the Act. – **Not Applicable**

Sd/-

(Chief Executive Officer or Managing Director or Director)

Sd/-

(Chairman CSR Committee)

Sd/-

[person specified under clause (d) of subsection (1) of Section 380 of the Act] (Wherever applicable)

Place: Mumbai

Date: 29th May, 2024

Independent Auditor's Report

To The Members of Kotak Mahindra Capital Company Limited Report on the Audit of the Standalone Financial Statements

OPINION

We have audited the accompanying standalone financial statements of Kotak Mahindra Capital Company Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a



guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the standalone financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the standalone financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for matters stated in paragraph (i)(vi) below
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) The modifications relating to the maintenance of accounts and other matters connected therewith, is as stated in paragraph (b) above
 - g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 30 to the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 36(vi) to the standalone financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 36(vii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.
- As stated in note 38 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that :
- In respect of a cloud-based accounting software operated by the third party service provider for maintaining its books of account, in the absence of an independent auditor's report covering the audit trail requirement, we are unable to comment whether the audit trail feature of the aforesaid software was enabled and operated throughout the year for direct data changes at database level.
- Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with, in respect of accounting software for which the audit trail feature was operating.(Refer Note 37 of Financial Statement)
- As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's Registration No. 117366W/W-100018

Ketan Vora
Partner

Membership No. 100459

UDIN: 24100459BKFAUB5822

Place: Mumbai
Date: 29th May 2024



Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Kotak Mahindra Capital Company Limited on the financial statements of the Company for the year ended 31 March 2024)

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to standalone financial statements of Kotak Mahindra Capital Company Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2024, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's Registration No. 117366W/W-100018

Ketan Vora

Partner

Membership No. 100459

UDIN: 24100459BKFAUB5822

Place: Mumbai

Date: 29th May 2024



Annexure B to Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date of Kotak Mahindra Capital Company Limited on the standalone financial statements of the Company for the year ended 31st March, 2024)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Property, Plant and Equipment, were physically verified during the year by the Management which, in our opinion, provides for physical verification at reasonable intervals. No material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable properties and hence reporting under clause (i)(c) of the Order is not applicable.
- (d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Company does not have any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.
- (iii) (a) The Company has made investments in equity instruments (Companies) and mutual funds (other parties) during the year. The Company has not provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.
- (b) The Investments made, guarantees provided, security given and the terms and conditions of the grant of all the above-mentioned loans and advances in the nature of loans and guarantees provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.
- (c) The Company has not provided any loans or advances in the nature of loans, and hence reporting under clause (iii)(c), (d), (e), and (f) of the Order is not applicable.
- (iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantee or securities that are covered under section 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- (vi) Having regard to the nature of the Company's business / activities, reporting under clause (vi) of the Order is not applicable.
- (vii) In respect of statutory dues:
 - (a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities. We have been informed that the provisions of the Employees' State Insurance Act 1948 are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at 31st March, 2024 for a period of more than six months from the date they became payable

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

Name of the Statute	Nature of the Dues	Amount (₹ in lakh)	Period to Which the Amount Relates	Forum where Dispute is Pending
Income Tax Act, 1961	Tax	2.00	A.Y. 2005-06	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Tax	3.18	A.Y. 2011-12	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Tax	43.03	A.Y. 2016-17	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Tax	81.07	A.Y. 2017-18	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Tax	185.37	A.Y. 2018-19	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Tax	70.00	A.Y. 2021-22	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Tax	311.01	A.Y. 2022-23	Commissioner of Income Tax (Appeal)

- (viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- (ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.
- (d) On an overall examination of the standalone financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.;
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year and upto the date of this report.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year and covering the period from April 2023 to March 2024 which issued after the balance sheet date for the period under audit.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.



(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

As represented by the Management, the Group does not have any Core Investment Company (CIC) as part of the group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the Act.

For Deloitte Haskins & Sells LLP

Chartered Accountants
Firm's Registration No. 117366W/W-100018

Ketan Vora

Partner

Membership No. 100459

UDIN: 24100459BKFAUB5822

Place: Mumbai

Date: 29th May 2024

Balance Sheet

as at 31st March, 2024

(₹ in lakh)

Sr. No.	Particulars	Note No.	As at 31 st March, 2024	As at 31 st March, 2023
ASSETS				
(1)	Financial assets			
(a)	Cash and cash equivalents	2	10,010.18	597.15
(b)	Bank balance other than cash and cash equivalents	3	13,182.03	14,602.25
(c)	Receivables			
(i)	Trade receivables	4	9,180.65	3,863.69
(ii)	Other receivables	5	205.20	141.34
(d)	Loans	5A	0.36	-
(e)	Investments	6	470,288.58	355,728.37
(f)	Other financial assets	7	-	0.07
	Total financial assets		502,867.00	374,932.87
(2)	Non-financial assets			
(a)	Current tax assets (Net)		862.07	767.89
(b)	Deferred tax assets (Net)	26	1,002.01	852.10
(c)	Property, plant and equipment	8	460.26	320.09
(d)	Intangible assets	9	28.49	0.01
(e)	Other non-financial assets	10	128.52	97.91
	Total non-financial assets		2,481.35	2,038.00
	Total Assets		505,348.35	376,970.87
LIABILITIES AND EQUITY				
LIABILITIES				
(1)	Financial liabilities			
(a)	Payables	11		
(i)	Trade payables			
(i)	total outstanding dues of micro enterprises and small enterprises		-	-
(ii)	total outstanding dues of creditors other than micro enterprises and small enterprises		2,363.57	978.47
(b)	Other financial liabilities	12	3,159.46	2,263.32
	Total financial liabilities		5,523.03	3,241.79
(2)	Non-financial liabilities			
(a)	Current tax liabilities (Net)		1,945.66	1,318.86
(b)	Provisions	13	3,237.76	2,882.04
(c)	Deferred tax liabilities (Net)	26	83,511.53	59,074.62
(d)	Other non-financial liabilities	14	1,621.65	1,512.20
	Total non-financial liabilities		90,316.60	64,787.72
(3)	EQUITY			
(a)	Equity share capital	15	343.61	343.61
(b)	Other equity	16	409,165.11	308,597.75
	Total equity		409,508.72	308,941.36
	Total Liabilities and Equity		505,348.35	376,970.87
	See accompanying material accounting policies and notes forming part of the financial statements	1-38		

In terms of our report attached

For Deloitte Haskins & Sells LLP

Chartered Accountants
Firm's Registration No. - 117366W/W - 100018

Ketan Vora
Partner
Membership No.100459

For and on behalf of the Board of Directors of
Kotak Mahindra Capital Company Limited
CIN : U67120MH1995PLC134050

Uday Kotak
Chairman
DIN: 00007467

Milind Deolalkar
Chief Financial Officer

Ramesh Srinivasan
Managing Director & CEO
DIN: 02787576

Place : Mumbai
Date : 29th May, 2024

Place : Mumbai
Date : 29th May, 2024



Standalone Statement of Profit and Loss

for the year ended 31st March, 2024

(₹ in lakh)

Sr. No.	Particulars	Note No.	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
	REVENUE FROM OPERATIONS			
	Sale of services	17	37,501.97	28,393.31
(I)	Total revenue from operations		37,501.97	28,393.31
(II)	Other income	18	8,351.31	5,457.13
(III)	Total income (I + II)		45,853.28	33,850.44
	EXPENSES			
(i)	Finance costs	19 (i)	21.29	25.60
(ii)	Impairment on financial instruments	19 (ii)	348.18	(285.31)
(iii)	Employee benefits expenses	19 (iii)	12,196.87	10,321.62
(iv)	Depreciation, amortisation and impairment	19 (iv)	172.87	166.07
(v)	Other expenses	19 (v)	3,158.05	2,793.80
(IV)	Total expenses		15,897.26	13,021.78
(V)	Profit before tax (III-IV)		29,956.02	20,828.66
(VI)	Tax expense	26		
(1)	Current tax		6,672.78	4,680.28
(2)	Current tax pertaining to prior periods		(437.98)	(69.74)
(3)	Deferred tax		510.12	154.09
	Total tax expense		6,744.92	4,764.63
(VII)	Profit for the year (V-VI)		23,211.10	16,064.03
(VIII)	Other comprehensive income			
(i)	Items that will not be reclassified to profit or loss			
	- Remeasurements of the defined benefit plans		46.38	(15.62)
	- Equity Instruments through other comprehensive income		104,519.24	9,618.85
	Sub-total		104,565.62	9,603.23
(ii)	Income tax relating to items that will not be reclassified to profit or loss	26	23,776.87	2,047.22
	Total		80,788.75	7,556.01
	Total other comprehensive income		80,788.75	7,556.01
(IX)	Total comprehensive income for the year		103,999.85	23,620.04
(X)	Earnings per equity share of ₹ 10/- each	20		
	Basic and Diluted (₹)		675.50	467.50
	See accompanying material accounting policies and notes forming part of the financial statements	1-38		

In terms of our report attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's Registration No. - 117366W/W - 100018

Ketan Vora

Partner

Membership No.100459

For and on behalf of the Board of Directors of

Kotak Mahindra Capital Company Limited

CIN : U67120MH1995PLC134050

Uday Kotak

Chairman

DIN: 00007467

Ramesh Srinivasan

Managing Director & CEO

DIN: 02787576

Milind Deolalkar

Chief Financial Officer

Place : Mumbai

Date : 29th May, 2024

Place : Mumbai

Date : 29th May, 2024

Standalone Statement of Cash Flows

for the year ended 31st March, 2024

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
A. Cash flow from operating activities		
Net profit before tax	29,956.02	20,828.66
Adjustments for:		
Depreciation and amortisation	172.87	166.08
Interest on deposits with banks	(1,099.44)	(405.83)
Net gain on fair value changes	(3,407.41)	(1,961.73)
Net gain on disposal of property, plant and equipment	(63.21)	(46.74)
Net gain or loss on foreign currency transaction and translation	(8.25)	(10.03)
Finance cost	21.29	25.60
Impairment on financial instruments	348.18	(285.31)
Bad debts written off	(76.31)	-
Fair valuation of share based payments to employees	3.66	199.90
Interest income from debentures	(461.50)	(401.95)
Dividend received from non trade investments	(3,244.23)	(2,625.77)
	(7,814.35)	(5,345.78)
Operating profit before working capital changes	22,141.67	15,482.88
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Trade receivables	(5,578.78)	(1,149.92)
Other receivables (RPT)	(63.86)	730.15
Loans and advances	(1.04)	-
Other assets	9.28	261.19
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	1,385.12	389.75
Other liabilities	1,005.59	(546.15)
Provisions	355.74	1,073.57
	(2,887.95)	758.59
Cash generated from operations	19,253.72	16,241.47
Net income tax paid	(5,723.48)	(4,478.86)
Net cash inflow from operating activities (A)	13,530.24	11,762.61
B. Cash flows from investing activities		
Payment for purchase of property, plant and equipment and intangible assets	(342.08)	(332.74)
Proceeds from sale of property, plant and equipment	63.77	61.30
Bank deposits placed during the year not considered as cash & cash equivalents	(20,500.15)	(49,612.00)
Bank deposits matured during the year not considered as cash & cash equivalents	21,930.00	47,205.00
Purchase of Investments	(37,145.60)	(35,516.15)
Proceeds from sale of investments	30,467.00	25,925.00



Standalone Statement of Cash Flows

for the year ended 31st March, 2024

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024		For the year ended 31 st March, 2023	
Interest received on bank deposits	1,096.65		382.24	
Interest income from debentures	506.95		418.65	
Dividend received from non trade investments	3,244.23		2,625.77	
Net cash inflow from investing activities (B)		(679.23)		(8,842.97)
C. Cash flows from financing activities				
Dividend paid	(3,436.15)		(3,436.14)	
Net cash outflows from financing activities (C)		(3,436.15)		(3,436.14)
Net (decrease)/increase in Cash and cash equivalents (A+B+C)		9,414.86		(516.50)
Cash and cash equivalents at the beginning of the year		597.27		1,113.77
Cash and cash equivalents at the end of the year		10,012.13		597.27
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents as per Balance Sheet (Refer note 2)				
Balances with banks	956.28		597.27	
Fixed deposit with bank (with original maturity less than three months)	9,055.85		-	
Cash and cash equivalents at the end of the year*		10,012.13		597.27

*Cash and cash equivalents before impairment loss allowance

Notes:

- The above statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7 - 'Statement of Cash Flows'.
- Non- cash financing activity -**
ESOP from parent of ₹ 3.66 lakh for year ended March 31, 2024 (Previous year - ₹ 199.90 lakh)
- Net profit before tax and (increase) / decrease in trade receivables includes unrealized foreign exchange gain amounting to ₹ 8.25 lakh (Previous year foreign exchange gain of ₹ 10.03 lakh)

In terms of our report attached

For Deloitte Haskins & Sells LLPChartered Accountants
Firm's Registration No. - 117366W/W - 100018**Ketan Vora**Partner
Membership No.100459

Place : Mumbai

Date : 29th May, 2024

For and on behalf of the Board of Directors of

Kotak Mahindra Capital Company Limited

CIN : U67120MH1995PLC134050

Uday KotakChairman
DIN: 00007467**Milind Deolalkar**

Chief Financial Officer

Place : Mumbai

Date : 29th May, 2024**Ramesh Srinivasan**Managing Director & CEO
DIN: 02787576

Statement of Changes in Equity

for the year ended 31st March, 2024

A. EQUITY SHARE CAPITAL

(₹ in lakh)

Particulars	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
Equity shares of ₹ 10 each fully paid up			
As at 31 st March, 2023	343.61	-	343.61
As at 31 st March, 2024	343.61	-	343.61

B. OTHER EQUITY

(₹ in lakh)

Particulars	Reserves & Surplus			Other Comprehensive Income	Capital Contribution from Parent	Total
	Securities premium	Capital redemption reserve	Retained earnings	Equity instruments at FVOCI		
Opening balance as on 1st April, 2022	6,177.89	68.00	78,398.45	199,740.34	3,829.27	288,213.95
Profit for the year	-	-	16,064.03	-	-	16,064.03
Other comprehensive income for the year	-	-	(11.69)	7,567.70	-	7,556.01
Dividends	-	-	(3,436.14)	-	-	(3,436.14)
Contribution for the year	-	-	-	-	199.90	199.90
Changes during the year	-	-	12,616.20	7,567.70	199.90	20,383.80
Closing balance as at 31st March, 2023	6,177.89	68.00	91,014.65	207,308.04	4,029.17	308,597.75
Profit for the year	-	-	23,211.10	-	-	23,211.10
Other comprehensive income for the year	-	-	34.71	80,754.04	-	80,788.75
Dividends	-	-	(3,436.15)	-	-	(3,436.15)
Contribution for the year	-	-	-	-	3.66	3.66
Changes during the year	-	-	19,809.66	80,754.04	3.66	100,567.36
Closing balance as at 31st March, 2024	6,177.89	68.00	110,824.31	288,062.08	4,032.83	409,165.11

In terms of our report attached

For Deloitte Haskins & Sells LLP

Chartered Accountants
Firm's Registration No. - 117366W/W - 100018

Ketan Vora

Partner
Membership No.100459

Place : Mumbai
Date : 29th May, 2024

For and on behalf of the Board of Directors of
Kotak Mahindra Capital Company Limited
CIN : U67120MH1995PLC134050

Uday Kotak

Chairman
DIN: 00007467

Milind Deolalkar

Chief Financial Officer

Place : Mumbai
Date : 29th May, 2024

Ramesh Srinivasan

Managing Director & CEO
DIN: 02787576



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 1: MATERIAL ACCOUNTING POLICIES

1.1 CORPORATE INFORMATION

Kotak Mahindra Capital Company Limited (the Company) is a Category I Merchant banker registered with SEBI and incorporated on 27th July, 1995, with its registered office situated at 27BKC, 1st Floor, Plot No.C-27, "G" Block, Bandra - Kurla Complex, Bandra (East), Mumbai-400051, India.

It operates as a full – service Investment Bank.

1.2 BASIS OF PREPARATION

A. Statement of compliance

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (herein after referred as 'Ind AS') notified under Section 133 of the Companies Act, 2013 ("the Act") [Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016] and other relevant provisions of the Act.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the financial years presented in the financial statements. These standalone financial statements were authorized for issue by the Company's Board of Director's on 29th May, 2024.

B. Functional and presentation currency

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All values are rounded to the nearest lakh with two decimals, except when otherwise indicated.

C. Basis of measurement

The financial statements have been prepared on a historical cost basis except for the following:

- Certain financial assets and liabilities - measured at fair value (refer accounting policy regarding financial instruments);
- Net defined benefit (asset) / liability: Net defined benefit liability is measured at present value of defined benefit obligation less fair value of planned assets;
- Share-based payments - measured at fair value.

D. Use of estimates and judgements

The preparation of financial statements in accordance with Ind AS requires use of judgements, estimates and assumptions for some items, which might have an effect on their recognition and measurement in the balance sheet and statement of profit and loss. The actual amounts realized may differ from these estimates. The estimates and the underlying assumptions are reviewed on an ongoing basis.

JUDGEMENT, ESTIMATES, AND ASSUMPTIONS ARE REQUIRED IN PARTICULAR FOR:

I. Recognition of revenue over time or at a point in time

The Company recognizes revenue from Issue management and placement services and financial advisory services at a point in time because performance obligation is completed once the service is provided by the Company.

II. Determination of estimated useful lives of property, plant, equipment

Useful lives of property, plant and equipment are based on the life prescribed in Schedule II of the Act. In cases where the useful lives are different from that prescribed in Schedule II they are determined by the Management by an internal technical assessment which is based on nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

III. Recognition and Measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial valuation. Key actuarial assumptions which form the basis of actuarial valuation includes discount rate, trends in salary escalation, demographics and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations. Further details are disclosed in Note 22.

Notes

forming part of the financial statements for the year ended 31st March, 2024

IV. Recognition of deferred tax assets

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, carry-forward losses and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences i.e unabsorbed depreciation and unused tax credits could be utilized.

V. Recognition and measurement of provisions and contingencies

The recognition and measurement of provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may, therefore, vary from the amount included in other provisions.

VI. Discounting of long-term financial assets/liabilities

All financial assets/liabilities are required to be measured at fair value on initial recognition. In case of financial assets/liabilities which are required to be subsequently measured at amortised cost, interest is accrued using the effective interest method.

VII. Fair value of share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or appreciation right, volatility and dividend yield and making assumptions about them. The Company initially measures the cost of cash-settled transactions with employees using a Black-Scholes model. Key assumptions made includes expected volatility of share price, expected dividends and discount rate, under this option pricing model. For cash-settled share-based payment transactions, the liability needs to be remeasured at the end of each reporting period up to the date of settlement, with any changes in fair value recognised in the statement of profit and loss. This requires a reassessment of the estimates used at the end of each reporting period.

For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses a Black-Scholes model.

The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 23.

VIII. Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility. For further details about determination of fair value please refer Note 24.

IX. Business model assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principal and Interest (SPPI) and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held.

X. Effective Interest Rate (EIR) method

The Company's EIR methodology, recognises interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioral life of the financial instruments and recognises the effect of potentially different interest rates at various stages and other characteristics of the of financial instrument.

This estimation, by nature, requires an element of judgement regarding the expected behavior and life-cycle of the instruments, as well expected changes to benchmark rate and other fee income/expense that are integral parts of the instrument.



Notes

forming part of the financial statements for the year ended 31st March, 2024

XI. Impairment of financial assets

The Company recognizes loss allowances for Expected Credit Losses (ECL) on its financial assets measured at amortized cost and Fair Value through Other Comprehensive Income (FVOCI) except investment in equity instruments. At each reporting date, the Company assesses whether the above financial assets are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. The Company's ECL calculations are outputs of statistical models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies such as macroeconomic scenarios and collateral values.

XII. Impairment of non-financial assets

Impairment exists when the carrying value of an asset or cash generating unit (CGU) exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

1.3 ADOPTION OF NEW AND REVISED STANDARDS

Below are list of new standards and amendments that are effective for the first time for periods commencing on or after 1st April, 2023 (i.e. year ending 31st March, 2024).

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its financial statements.

1.4 AMENDMENTS TO EXISTING IND AS:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

1.5 MATERIAL ACCOUNTING POLICIES

A. Cash and cash equivalents

Cash and cash equivalents comprise of cash on hand and demand deposits with banks. It also comprises of short-term deposits with an original maturity of three months or less, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

B. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment (PPE) are measured at cost less accumulated depreciation and any accumulated impairment losses.

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forming part of the financial statements for the year ended 31st March, 2024

The cost of an item of property, plant and equipment comprises:

- a. its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- b. any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in the statement of profit and loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted and depreciated for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the statement of profit and loss.

ii. Subsequent expenditure

Subsequent expenditure on PPE after its purchase/completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

iii. Depreciation

Depreciation is provided on a pro-rata basis on a Straight-Line Method over the estimated useful life of the assets at rates which are equal to or higher than the rates prescribed under Schedule II of the Companies Act, 2013 in order to reflect the actual usage of the assets. Estimated useful lives of assets based on technical evaluation by management are as follows:

Computers	3 years
Office Equipment	5 years
Furniture and Fixtures	6 years
Vehicles	4 years
Leasehold Improvements	Over the period of lease subject to a maximum of 6 years

Assets costing less than INR 5,000 are fully depreciated in the year of purchase.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

C. Intangible assets

i. Recognition and measurement

Intangible assets are stated at cost of acquisition less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

ii. Subsequent expenditure

Subsequent expenditure on an intangible asset after its purchase/completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

iii. Amortization

The intangible assets are amortized over the estimated useful lives as given below:

Software (including development) expenditure	3 years
----------------------------------------------	---------

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

D. Revenue recognition

Revenue is recognized to depict the transfer of promised products or services to customers. Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer and excludes amount collected on behalf of third party. Ind AS



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115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Fee Income

Issue management and placement fees and financial advisory fees are accounted on completion of performance obligation i.e. milestones specified in the contract.

Income from venture fund

Revenue on account of distribution from Venture Capital Funds / Alternate Investment Funds is recognised on the receipt of the distribution letter or when right to receive is established.

Interest Income

Interest income on financial assets is recognized on an accrual basis using effective interest method. Interest revenue is continued to be recognized at the original effective interest rate applied on the gross carrying amount of assets falling under impairment stages 1 and 2 as against on amortised cost for the assets falling under impairment stage 3.

Dividend Income

Dividend income is recognised in the statement of profit and loss when the right to receive the dividend is established.

E. Leases

The Company assess whether a contract contains a lease, at the inception of the contract. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether (i) the contract involves the use of identified asset; (ii) the Company has substantially all of the economic benefits from the use of the asset through the period of lease and (iii) the Company has right to direct the use of the asset.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the site on which it is located, less any lease incentives received.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. The right-of-use assets and lease liabilities include these options when it is reasonably certain that the option will be exercised.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The Company considers incremental borrowing rate as the discount rate.

The lease liability is subsequently measured at amortised cost using the effective interest method.

Lease liability and the right of use asset have been separately presented in the balance sheet and lease payments have been classified as financing activities.

The Company has elected not to recognise right-of-use assets and lease liabilities for short term leases that have a lease term of less than or equal to 12 months with no purchase option and assets with low value leases. The Company recognises the lease payments associated with these leases as an expense in statement of profit and loss over the lease term. The related cash flows are classified as operating activities.

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Operating Leases as a Lessor

Lease income from operating leases where the company is a lessor is recognised in income on either a straight-line basis or another systematic basis. The respective leased assets are included in the balance sheet based on their nature.

F. Income Tax

Income tax expense comprises current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income (OCI).

Current tax

Current tax is measured at the amount expected to be paid in respect of taxable income for the year in accordance with the Income Tax Act, 1961.

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and current tax liabilities are offset only if the Company has a legally enforceable right to set off the recognised amounts, and it intends to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are reviewed at each reporting date and based on management's judgement, are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognized deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset only if:

- a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

G. Employee benefits

Defined contribution plan

- Provident fund

Provident fund is a defined contribution scheme and the contributions as required by the statute to Government Provident Fund are charged to statement of profit and loss when due. The Company has no further obligations.

- Superannuation Fund

The Company contributes a sum equivalent to 15% of eligible employee's salary subject to a maximum of ₹ 1 Lakh per annum per employee to a Superannuation Fund administered by trustees and managed by Kotak Life Insurance Company. The Company recognizes such contributions as an expense in the year they are incurred.



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Defined benefit plan

- Gratuity

The Company accounts for the liability for future gratuity benefits based on an actuarial valuation. The Company contributes to a Gratuity Fund administered by trustees and managed by Kotak Mahindra Life Insurance Company Limited, fellow subsidiary. The liability or asset recognised in the standalone balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated at end of each period by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the standalone statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the standalone statement of changes in equity and in the standalone balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in standalone statement of profit and loss as past service cost.

Compensated absences

The Company accrues the liability for compensated absences, based on the actuarial valuation as at the balance sheet date, conducted by an independent actuary which includes assumptions about demographics, early retirement, salary increases, interest rates and leave utilisation. The net present value of the Company's obligation is determined based on the projected accrued benefit method (same as projected unit credit method in respect of past service) as at the Balance Sheet date.

Other Employee Benefits

As per the Company policy, employees of the Company are eligible for an award after completion of a specified number of years of service with the Company. The obligation is measured at the Balance Sheet date on the basis of an actuarial valuation using the projected unit credit method conducted by actuary, done for the group as a whole and charge allocated to the Company.

The amount of short-term employee benefits expected to be paid in exchange for the services rendered by employee is recognized during the period when the employee renders the service. These benefits include performance incentives.

H. Foreign Currency transactions

Transactions in foreign currencies are translated into functional currency at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

I. Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

J. Earnings per share

Basic earnings per share is calculated by dividing the profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares), if any, that have changed the number of equity shares outstanding, without a corresponding change in resources.

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forming part of the financial statements for the year ended 31st March, 2024

For the purpose of calculating diluted earnings per share, the profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

K. Impairment of non-financial assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount in the Statement of Profit and Loss.

The recoverable amount is the greater of the fair value less costs of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss. In case of revalued assets, such reversal is not recognized.

L. Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. When the effect of the time value of money is material, the Company determines the level of provision by discounting the expected cash flows at a pre-tax rate reflecting the current rates specific to the liability. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but disclosed in the notes. Contingent assets are not recognised in the Financial Statements.

M. Share based payments

Employees Stock Options Plans ("ESOPs") - Equity settled

The ultimate holding company of the Company operates share option schemes for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Company's operations. Employees (including directors) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments ("equity settled transactions").

The cost of equity-settled transactions with employees and directors for grants is measured by reference to the fair value at the date at which they are granted. The cost of equity-settled transactions is recognised in statement profit and loss, together with a corresponding increase in reserves, representing contribution received from the ultimate holding company, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in the cumulative expense recognised as at the beginning and end of that period.

Stock Appreciation Rights ("SARs") - Cash Settled

The fair value of the amount payable to employees in respect of share appreciation rights, which are settled in cash, is recognised as an expense with a corresponding increase in liabilities, over the period the employees unconditionally become entitled to payment. The liability is measured at the end of each reporting date up to and including settlement date, with changes in the fair value recognised in the statement of profit and loss under the head Employee Benefit Expense.

N. Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments. For detailed disclosure, refer Note 28.

O. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.



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Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial assets.

All regular way purchase or sale of financial assets are recognised and derecognized on a trade date basis. Purchase or sale of unquoted instrument is recognised on the closing date or as and when the transaction is completed as per terms mentioned in relevant transaction agreement / document.

Regular way purchase or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Classification

The Company classifies its financial assets as subsequently measured at either amortized cost or fair value based on the business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Business model assessment

The Company determines business model in which an asset is held consistent with the way in which business is managed and information is provided to the management. The information considered includes:

- the objectives for the portfolio, in particular, management's strategy of focusing on earning contractual interest revenue, maintaining a particular interest rate profile,
- the frequency, volume and timing of sales in prior periods, the reasons for such sales and its expectations about future sales activity.
- the risks that affect the performance of the business model, the financial assets held within that business model and how those risks are managed.

Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of assessing contractual cash flows, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as profit margin.

Subsequent measurement

The Company classifies its financial assets in the following measurement categories:

Financial assets at amortised cost

A financial asset is measured at amortised cost using the Effective interest rate EIR method only if both of the following conditions are met:

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR and reported as part of interest income in the statement of profit and loss. The losses if any, arising from impairment are recognised in the statement of profit and loss.

Financial asset at fair value through Other Comprehensive Income (FVOCI)

Financial asset with contractual cash flow characteristics that are solely payments of principal and interest and held in a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets are classified to be measured at FVOCI. The impairment losses, if any, are recognized through profit and loss account. The loss allowance is recognized in other comprehensive income and does not reduce the carrying value of the financial asset.

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Equity instruments at FVOCI

The Company subsequently measures all equity investments at fair value through profit or loss, unless the Company has elected to classify irrevocably some of its equity investments as equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. Such classification is determined on an instrument-by-instrument basis. Gains and losses on these equity instruments are never recycled to the profit and loss. Dividends are recognised in the statement of profit and loss as dividend income when the right of the payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

Financial asset at fair value through profit and loss (FVTPL)

Any financial asset, which does not meet the criteria for classification as at amortized cost or as FVOCI, is classified to be measured at FVTPL.

Financial assets included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

Financial liabilities and equity instruments:

Classification as debt or equity -

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments -

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by Company are recognised at the proceeds received. Transaction costs of an equity transaction are recognised as a deduction from equity.

Financial liabilities

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Liabilities which are classified at fair value through profit or loss, including derivatives that are liabilities, shall be subsequently measured at fair value. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of profit and loss. Any gain or loss on derecognition is also recognised in Statement of profit and loss.

P. Impairment of Financial Assets

Methodology for computation of Expected Credit Losses (ECL)

The financial instruments covered within the scope of ECL include financial assets measured at amortised cost and FVOCI, such as trade receivables, employee loans, investment in debt instruments, balances with banks and other financial assets. ECL has not been determined on financial assets measured at FVTPL.

The loss allowance has been measured using lifetime ECL except for financial assets on which there has been no significant increase in credit risk since initial recognition. In such cases, loss allowance has been measured at 12-month ECL.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and FVOCI are credit impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred since initial recognition. Evidence that a financial asset is credit-impaired includes the observable data such as Days Past Due ('DPD') or default event.

ECL are a probability weighted estimate of credit losses, measured as follows:

- Financial assets that are not credit impaired at the reporting date:
ECL has been estimated by determining the probability of default ('PD'), Exposure At Default ('EAD') and loss given default ('LGD'). PD has been computed using observed history of default and converted into forward looking PD's using suitable macro-economic variable data.
- Financial assets that are credit impaired at the reporting date:

The Company applies a simplified approach for trade receivables. It recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on Lifetime ECLs at each reporting date.



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The Company has historic credit loss data to compute ECL. The Company uses days past due information and forecasts the information to assess deterioration in credit quality of a financial asset.

The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Method used to compute lifetime ECL/12-month ECL:

The Company calculates ECLs based on a probability-weighted scenarios to measure the expected cash shortfalls, discounted at the EIR. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the present value of cash flows that the entity expects to receive. The Company applies statistical techniques to estimate 12-month ECL and lifetime ECL.

Manner in which forward looking assumptions has been incorporated in ECL estimates:

The Company considers its historical loss experience and adjusts it for current observable data. In addition, the Company uses reasonable forecasts of future economic conditions including expert judgement to estimate the amount of expected credit losses. The methodology and assumptions including any forecasts of future economic conditions are periodically reviewed and changes, if any, are accounted for prospectively. The Company's ECL calculations are outputs of number of underlying assumptions regarding the choice of variable inputs and their interdependencies such as macroeconomic scenarios and collateral values.

Q. Write-offs

Financial assets are written off either partially or in their entirety when there is no realistic prospect of recovery. If the amount to be written off is greater than the accumulated loss allowance, the difference is first treated as an addition to the allowance that is then applied against the gross carrying amount. Any subsequent recoveries are credited to impairment on financial instruments in the statement of profit and loss. However, financial assets that are written off may be subject to enforcement activities to comply with the Company's procedures for recovery of amounts due.

R. Derecognition of financial assets and financial liabilities

Financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in OCI is recognised in the statement of profit and loss.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

S. Modifications of financial assets and financial liabilities

Financial assets

If the terms of a financial asset are modified, the Company evaluates whether the cash flows of the modified financial asset are substantially different. If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised and a new financial asset is recognised at fair value.

If the cash flows of the modified financial asset are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the Company recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cash flows that are discounted at the financial asset's original effective interest rate and recognises the amount arising from adjusting the gross carrying amount as a modification gain or loss in profit and loss account. Any costs or fees incurred adjust the carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset. If such a modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses. In other cases, it is presented as interest income or other gain or loss as appropriate.

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Financial liabilities

The Company derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of profit and loss.

T. Offsetting

Financial assets and financial liabilities are offset and the net amount is reported in the financial statements only if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

U. Measurement of fair values

The Company's accounting policies and disclosures require fair value measurement of financial instruments such as investment in unquoted equity instruments, mutual funds, venture capital funds etc.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Management uses its judgement in selecting an appropriate valuation technique for financial instruments not quoted in an active market. Valuation techniques commonly used by market participants are applied.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs that are significant to the measurements, used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

V. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.



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NOTE 2 : CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Balances with banks	956.28	597.27
Fixed deposit with bank (with original maturity less than three months)	9,055.85	-
Sub total	10,012.13	597.27
Less: Impairment loss allowance	(1.95)	(0.12)
Total	10,010.18	597.15

NOTE 3: BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Fixed deposit with bank (with original maturity more than three months)	13,139.70	14,566.75
Earmarked balances with banks - unspent CSR (Refer note 31)	44.90	38.33
Sub total	13,184.60	14,605.08
Less: Impairment loss allowance	(2.57)	(2.84)
Total	13,182.03	14,602.25

NOTE 4: TRADE RECEIVABLES

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Unsecured, considered good	8,028.44	3,868.16
Significant increase in credit risk	1,598.05	94.99
Credit impaired	-	-
Sub total	9,626.49	3,963.15
Less: Impairment loss allowance	(445.84)	(99.46)
Total	9,180.65	3,863.69

AGEING SCHEDULE AS AT 31ST MARCH, 2024

(₹ in lakh)

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	8,028.44	-	-	-	-	8,028.44
Undisputed trade Receivables – which have significant increase in credit risk	1,598.05	-	-	-	-	1,598.05
Undisputed trade Receivables – credit impaired	-	-	-	-	-	-
Total	9,626.49	-	-	-	-	9,626.49

Notes

forming part of the financial statements for the year ended 31st March, 2024

AGEING SCHEDULE AS AT 31ST MARCH, 2023

(₹ in Lakh)

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	3,868.16	-	-	-	-	3,868.16
Undisputed trade Receivables – which have significant increase in credit risk	94.99	-	-	-	-	94.99
Undisputed trade Receivables – credit impaired	-	-	-	-	-	-
Total	3,963.15	-	-	-	-	3,963.15

NOTE 5: OTHER RECEIVABLES

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Unsecured, considered good - from related parties	205.24	141.38
Less: Impairment loss allowance	(0.04)	(0.04)
Total	205.20	141.34

NOTE 5A: LOANS (AT AMORTISED COST)

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
(A) Employee Loans - Unsecured, credit impaired	1.04	-
Less: Impairment loss allowance	(0.68)	-
Total Net	0.36	-
(B) (i) Secured by tangible assets	-	-
(ii) Secured by intangible assets	-	-
(iii) Covered by Bank/Government Guarantees	-	-
(iv) Unsecured	1.04	-
Less: Impairment loss allowance	(0.68)	-
Total Net (B)	0.36	-
(C) (I) Loans in India		
(i) Public Sector	-	-
(ii) Employee Loans	1.04	-
Total Gross (C) (I)	1.04	-
Less: Impairment loss allowance	(0.68)	-
Total Net (C) (I)	0.36	-
(II) Loans outside India		
Loans outside India	-	-
Less: Impairment allowance	-	-
Total Net (C) (II)	-	-
Total (C) (I) and (II)	0.36	-



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 6: INVESTMENTS

(₹ in lakh)

Particulars	31 st March, 2024						
	Amortised Cost	At Fair Value			Sub total	Others (At Cost)	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6)	(7=1+5+6)
(A) Mutual funds	-	-	43,627.77	-	43,627.77	-	43,627.77
Debentures	4,717.17	-	-	-	-	-	4,717.17
Equity instruments							
- Equity shares	-	383,846.16	-	-	383,846.16	-	383,846.16
- Compulsorily convertible preference shares	-	4,307.35	-	-	4,307.35	-	4,307.35
Associates	-	-	-	-	-	33,766.60	33,766.60
Venture capital funds	-	-	24.45	-	24.45	-	24.45
Total Gross (A)	4,717.17	388,153.51	43,652.22	-	431,805.73	33,766.60	470,289.50
(B) (i) Investments outside India	-	-	-	-	-	2,520.90	2,520.90
(ii) Investments in India	4,717.17	388,153.51	43,652.22	-	431,805.73	31,245.70	467,768.60
Total (B)	4,717.17	388,153.51	43,652.22	-	431,805.73	33,766.60	470,289.50
Less: Impairment allowance	(0.92)	-	-	-	-	-	(0.92)
Total Net	4,716.25	388,153.51	43,652.22	-	431,805.73	33,766.60	470,288.58

(₹ in lakh)

Particulars	31 st March, 2023						
	Amortised Cost	At Fair Value			Sub total	Others (At Cost)	Total
		Through Other Comprehensive Income	Through profit or loss	Designated at fair value through profit or loss			
	(1)	(2)	(3)	(4)	(5=2+3+4)	(6)	(7=1+5+6)
(A) Mutual funds	-	-	36,359.67	-	36,359.67	-	36,359.67
Debentures	6,929.42	-	-	-	-	-	6,929.42
Equity instruments							
- Equity shares	-	274,796.65	-	-	274,796.65	-	274,796.65
- Compulsorily convertible preference shares	-	3,870.24	-	-	3,870.24	-	3,870.24
Associates	-	-	-	-	-	33,766.60	33,766.60
Venture capital funds	-	-	7.14	-	7.14	-	7.14
Total Gross (A)	6,929.42	278,666.88	36,366.81	-	315,033.70	33,766.60	355,729.72
(B) (i) Investments outside India	-	-	-	-	-	2,520.90	2,520.90
(ii) Investments in India	6,929.42	278,666.89	36,366.81	-	315,033.70	31,245.70	353,208.82
Total (B)	6,929.42	278,666.89	36,366.81	-	315,033.70	33,766.60	355,729.72
Less: Impairment allowance	(1.35)	-	-	-	-	-	(1.35)
Total Net	6,928.07	278,666.89	36,366.81	-	315,033.70	33,766.60	355,728.37

Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 7: OTHER FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Other receivables from customers	-	0.07
Sub total	-	0.07
Less: Impairment loss allowance	-	0.00
Total	-	0.07

NOTE 8: PROPERTY, PLANT & EQUIPMENT

(₹ in lakh)

Particulars	Computers	Vehicles	Office equipment	Furniture & Fixtures	Total
At cost as at 1 st April, 2022	72.68	520.00	0.46	-	593.14
Additions during the year	61.80	270.03	0.83	0.08	332.74
Disposals during the year	(0.89)	(115.28)	(0.48)	-	(116.65)
At cost as at 31st March, 2023	133.59	674.75	0.81	0.08	809.23
Accumulated depreciation and impairment as at 1 st April, 2022	49.68	376.62	(0.80)	-	425.50
Depreciation for the year	22.12	143.18	0.42	0.01	165.73
Disposals during the year	(0.13)	(101.65)	(0.31)	-	(102.09)
Accumulated depreciation and impairment as at 31st March, 2023	71.67	418.15	(0.69)	0.01	489.14
Net carrying amount as at 31st March, 2023	61.92	256.60	1.50	0.07	320.09
At cost as at 1 st April, 2023	133.59	674.75	0.81	0.08	809.24
Additions during the year	25.37	265.35	6.31	10.71	307.74
Disposals during the year	(1.37)	(183.50)	(0.94)	-	(185.81)
At cost as at 31st March, 2024	157.59	756.59	6.19	10.79	931.16
Accumulated depreciation and impairment as at 1 st April, 2023	71.67	418.15	(0.69)	0.01	489.14
Depreciation for the year	33.86	130.66	0.85	1.65	167.02
Disposals during the year	(1.19)	(183.50)	(0.56)	-	(185.26)
Accumulated depreciation and impairment as at 31st March, 2024	104.33	365.31	(0.40)	1.66	470.90
Net carrying amount as at 31st March, 2024	53.25	391.29	6.59	9.13	460.26

Impairment loss and reversal of impairment loss

There is no impairment loss recognised for property, plant and equipment.



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 9: INTANGIBLE ASSETS

(₹ in lakh)

Particulars	Software and System Development
At cost as at 1 st April, 2022	20.43
Additions during the year	-
Disposals during the year	-
At cost as at 31st March, 2023	20.43
Accumulated amortisation and impairment as at 1 st April, 2022	20.07
Amortisation for the year	0.35
Disposals during the year	-
Accumulated amortisation and impairment as at 31st March, 2023	20.42
Net carrying amount as at 31st March, 2023	0.01
At cost as at 1 st April, 2023	20.43
Additions during the year	34.33
Disposals during the year	-
At cost as at 31st March, 2024	54.76
Accumulated amortisation and impairment as at 1 st April, 2023	20.42
Amortisation for the year	5.85
Disposals during the year	-
Accumulated amortisation and impairment as at 31st March, 2024	26.27
Net carrying amount as at 31st March, 2024	28.49

Impairment loss and reversal of impairment loss

There is no impairment loss recognised for intangible assets.

NOTE 10 : OTHER NON FINANCIAL ASSETS

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
GST receivable (Net)	3.72	2.73
Prepaid expenses	95.93	95.18
Net defined benefit asset - Gratuity plan (Refer note 22)	28.87	-
Total	128.52	97.91

Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 11: TRADE PAYABLES

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
(i) total outstanding dues of micro enterprises and small enterprises	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	2,363.57	978.47
Total	2,363.57	978.47

AGEING SCHEDULE AS AT 31ST MARCH, 2024

(₹ in lakh)

	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	-	-	-	-	-	-
Undisputed dues - others	258.75	2,104.82	-	-	-	2,363.57
Total	258.75	2,104.82	-	-	-	2,363.57

AGEING SCHEDULE AS AT 31ST MARCH, 2023

(₹ in lakh)

	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues - MSME	-	-	-	-	-	-
Undisputed dues - others	394.97	583.50	-	-	-	978.47
Total	394.97	583.50	-	-	-	978.47

NOTE 12: OTHER FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Employee related payables	3,159.46	2,263.32
Total	3,159.46	2,263.32

NOTE 13: PROVISIONS

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Provision for compensated absences	96.08	67.64
Provision for gratuity (Refer note 22)	-	56.66
Provision for stock appreciation rights	1,659.39	1,449.76
Provision for long service awards	3.88	5.84
Provision for deferred incentive	1,478.41	1,302.14
Total	3,237.76	2,882.04



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 14: OTHER NON-FINANCIAL LIABILITIES

(₹ in lakh)

Particulars	As at	
	31 st March, 2024	31 st March, 2023
Statutory dues payable	1,621.65	1,512.20
Total	1,621.65	1,512.20

NOTE 15: EQUITY SHARE CAPITAL

(₹ in lakh)

Particulars	As at	
	31 st March, 2024	31 st March, 2023
Authorised		
1,00,00,000 (31 st March, 2023: 1,00,00,000) Equity shares of ₹ 10 each with voting rights	1,000	1,000
Issued, subscribed and paid-up		
34,36,149 (31 st March, 2023: 34,36,149) Equity shares of ₹ 10 each fully paid up with voting rights	343.61	343.61
	343.61	343.61

A. RECONCILIATION OF NUMBER OF SHARES OUTSTANDING AT THE BEGINNING AND END OF THE YEAR :

(₹ in lakh)

Particulars	No. of shares	Amount
As at 1st April, 2022	3,436,149	343.61
Add : Issued during the year	-	-
As at 31st March, 2023	3,436,149	343.61
Add : Issued during the year	-	-
As at 31st March, 2024	3,436,149	343.61

B. TERMS/ RIGHTS ATTACHED TO EQUITY SHARES

- (i) Right to receive dividend as may be approved by the Board / Annual General Meeting.
- (ii) The equity shares are not repayable except in the case of a buy back, reduction of capital or winding up in terms of the provisions of the Companies Act.
- (iii) Every member of the company holding equity shares has a right to attend the General Meeting of the company and has a right to speak and on a show of hands, has one vote if he is present in person and on a poll shall have the right to vote in proportion to his share of the paid-up capital of the company.

C. SHARES HELD BY HOLDING/ ULTIMATE HOLDING COMPANY AND/ OR THEIR SUBSIDIARIES/ ASSOCIATES

Particulars	31 st March, 2024		31 st March, 2023	
	Number of shares	% Holding	Number of shares	% Holding
Kotak Mahindra Bank Limited, the holding company (alongwith nominees)	3,436,149	100%	3,436,149	100%
	3,436,149	100%	3,436,149	100%

Notes

forming part of the financial statements for the year ended 31st March, 2024

D. DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES IN THE COMPANY

Particulars	31 st March, 2024		31 st March, 2023	
	Number of shares	% Holding	Number of shares	% Holding
Kotak Mahindra Bank Limited, the holding company (alongwith nominees)	3,436,149	100%	3,436,149	100%
	3,436,149	100%	3,436,149	100%

E. SHAREHOLDING OF PROMOTERS

AS AT 31ST MARCH, 2024:

(₹ in lakh)

Promoters Name	Class of shares	At the end of the year		At the beginning of the year		% change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
Kotak Mahindra Bank Limited	Equity shares with voting rights	3,436,149	100%	3,436,149	100%	-

AS AT 31ST MARCH, 2023:

(₹ in lakh)

Promoters Name	Class of shares	At the end of the year		At the beginning of the year		% change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
Kotak Mahindra Bank Limited	Equity shares with voting rights	3,436,149	100%	3,436,149	100%	-

NOTE 16: OTHER EQUITY

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Capital redemption reserve	68.00	68.00
Securities Premium	6,177.89	6,177.89
Retained Earnings*	110,824.31	91,014.65
Equity instrument through OCI	288,062.08	207,308.04
Capital Contribution from Parent	4,032.83	4,029.17
Total	409,165.11	308,597.75

Nature and purpose of the reserve

Capital redemption reserve

Capital redemption reserve is created on buy back of equity share capital.

Securities premium

The securities premium reserve is used to record the premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013 and is not available for distribution to shareholders.

Retained earnings

Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders as dividend.



Notes

forming part of the financial statements for the year ended 31st March, 2024

* Includes remeasurement gain/(loss) on post employment benefits recognised through other comprehensive income

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Opening balance	(29.76)	(18.07)
Remeasurement of employee benefit obligation	46.38	(15.62)
Income tax relating to above	(11.67)	3.93
Closing balance	4.95	(29.76)

Equity instrument through OCI

The company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the Equity investments through OCI reserve.

Capital Contribution from Parent

Capital Contribution from Parent represents fair value of the employee stock option plan. These options are issued by parent company "Kotak Mahindra Bank Limited" to the employee of the Company.

Note 16A: MOVEMENT IN OTHER EQUITY

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
(i) Capital Redemption Reserve		
Opening balance	68.00	68.00
Addition/Deletion during the year	-	-
Closing balance	68.00	68.00
(ii) Securities premium		
Opening balance	6,177.89	6,177.89
Addition during the year	-	-
Closing balance	6,177.89	6,177.89
(iii) Retained earnings		
Opening balance	91,014.64	78,398.45
Net profit for the year	19,774.94	12,627.89
Less : Remeasurement gain or loss on actuarial valuation	34.71	(11.69)
Closing balance	110,824.29	91,014.64
(iv) Equity instrument through OCI		
Opening balance	207,308.04	199,740.34
Addition during the year	80,754.04	7,567.70
Closing balance	288,062.08	207,308.04
(v) Capital contribution from parent		
Opening balance	4,029.17	3,829.27
Addition/Deletion during the year	3.66	199.90
Closing balance	4,032.83	4,029.17

Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 17: REVENUE FROM OPERATIONS

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Sale of Services		
(i) Financial advisory fees	14,361.60	11,463.92
(ii) Issue management and placement fees	23,140.37	16,929.39
Total	37,501.97	28,393.31

NOTE 18: OTHER INCOME

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024				For the year ended 31 st March, 2023			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at amortised cost	Interest Income on Financial Assets classified at fair value through profit or loss	Total	On Financial Assets measured at fair value through OCI	On Financial Assets measured at amortised cost	Interest Income on Financial Assets classified at fair value through profit or loss	Total
(i) Interest income								
Interest on loans	-	0.06	-	0.06	-	-	-	-
Interest income from investments	-	461.50	-	461.50	-	401.95	-	401.95
Interest on deposits with banks	-	1,099.44	-	1,099.44	-	405.83	-	405.83
Subtotal	-	1,561.00	-	1,561.00	-	807.78	-	807.78

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
(ii) Dividend income	3,244.23	2,625.77
(iii) Net gain/(loss) on fair value changes		
(A) Net gain/ (loss) on financial instruments at fair value through profit or loss		
On financial instruments designated at fair value through profit or loss		
Investments		
- Mutual fund investments	3,390.10	1,962.38
- Venture capital fund	17.31	(0.65)
- Equity Investments	-	-
Total Net gain/(loss) on fair value changes	3,407.41	1,961.73
Fair Value changes:		
- Realised	721.20	487.36
- Unrealised	2,686.21	1,474.37
Total Net gain/(loss) on fair value changes	3,407.41	1,961.73



Notes

forming part of the financial statements for the year ended 31st March, 2024

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
(iv) Other income		
Net gain/(loss) on derecognition of property, plant and equipment	63.21	46.74
Net gain or loss on foreign currency transaction and translation	8.25	10.03
Interest on income tax refund	67.21	-
Miscellaneous income	-	5.08
Subtotal	138.67	61.85
Total (i+ii+iii+iv)	8,351.31	5,457.13

NOTE 19: EXPENSES

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
(i) Finance costs :		
Interest on delayed payment of taxes	21.29	25.60
	21.29	25.60
(ii) Impairment on financial instruments		
On Financial instruments measured at Amortised Cost		
Trade receivables	346.38	(286.41)
Investments	(0.43)	0.86
Other financial assets	2.23	0.24
Total	348.18	(285.31)
(iii) Employee Benefits expenses :		
Salaries and wages	9,891.24	7,771.05
Contribution to provident and other funds (Refer note 22)	374.03	328.06
Share Based Payments to employees	1,843.02	2,142.31
Staff welfare expenses	88.58	80.20
Total	12,196.87	10,321.62
(iv) Depreciation, amortisation and impairment		
Depreciation of property, plant and equipment	167.02	165.72
Amortisation of intangible assets	5.85	0.35
Total	172.87	166.07
(v) Other expenses		
Electricity expenses	42.41	56.63
Rent (Refer Note 21 and Note 29)	909.52	779.17
Repairs and maintenance	125.03	119.33
Communication Costs	23.59	28.03
Printing and stationery	13.79	34.06
Advertisement and publicity	25.00	7.00

Notes

forming part of the financial statements for the year ended 31st March, 2024

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Contribution towards Corporate Social Responsibility (Refer note 31)	374.46	338.00
Auditor's fees and expenses - Statutory Audit	21.87	21.00
Legal and Professional charges	300.05	386.36
Insurance	51.34	39.78
Travelling and conveyance	299.23	309.21
Bad debts written off	76.31	-
Rates and Taxes	0.03	0.06
Directors commission	3.00	-
Common establishment expenses	247.16	191.71
Office and administration expenses	294.85	240.14
Royalty expense	71.00	97.63
Miscellaneous expenses	279.41	145.70
Total	3,158.05	2,793.80

NOTE 20: EARNINGS PER SHARE

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

(₹ in lakh)

Sr. No.	Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
A)	Net profit attributable to equity holders (₹ in lakh)	23,211.10	16,064.03
B)	Weighted average number of shares	3,436,149	3,436,149
C)	Face value per share (₹)	10	10
D)	Basic and Diluted earnings per share (₹)	675.50	467.50



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 21: LEASE DISCLOSURES

COMPANY AS LESSEE:

The Company has taken office and residential premises on lease under lease and license agreements. These are generally renewable or cancelable at the option of the Company and range between 6 months to 12 months.

AMOUNTS RECOGNISED IN PROFIT OR LOSS

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Expense relating to short term leases	909.52	779.17
Total	909.52	779.17

NOTE 22: EMPLOYEE BENEFITS

A. THE COMPANY CONTRIBUTES TO THE FOLLOWING POST-EMPLOYMENT DEFINED BENEFIT PLANS IN INDIA.

(i) Defined Contribution Plans:

The Company makes contributions towards provident fund, superannuation fund and other retirement benefits to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

The Company recognised ₹ 314.45 lakh (previous year ₹ 276.09 lakh) for provident and other fund contributions in the Statement of Profit and Loss.

The Company recognised ₹ 2 lakh (previous year ₹ 2 lakh) for superannuation contribution and other retirement benefit contributions in the Statement of Profit and Loss.

(ii) Defined Benefit Plan:

- Gratuity

In accordance with Payment of Gratuity Act, the Company provides for gratuity, a defined benefit retirement plan covering all employees. The plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee's salary and the years of employment with the Company subject to maximum of ₹ 20 lakh. (Previous Year ₹ 20 lakh).

The Company accounts for the liability for future gratuity benefits based on an actuarial valuation. The Company contributes to a Gratuity Fund administered by trustees and managed by Kotak Mahindra Life Insurance Company Limited, a fellow subsidiary. The net present value of the Company's obligation towards the same is actuarially determined based on the projected unit credit method as at Balance Sheet date.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at balance sheet date:

(₹ in lakh)

Particulars	31 st March 2024	31 st March 2023
Present value of funded defined benefit obligation (A)	520.06	454.18
Fair value of plan assets (B)	548.93	397.52
Net (asset) liability recognised in the Balance Sheet (A-B)	(28.87)	56.66

Notes

forming part of the financial statements for the year ended 31st March, 2024

B. MOVEMENT IN NET DEFINED BENEFIT (ASSET) LIABILITY

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) / liability and its components:

Particulars	Defined benefit obligation		Fair value of plan assets		Net defined benefit (asset) / liability	
	31 st March 2024	31 st March 2023	31 st March 2024	31 st March 2023	31 st March 2024	31 st March 2023
Opening balance	454.18	463.56	397.52	458.17	56.66	5.39
Included in profit or loss						
Current service cost	55.63	51.29	-	-	55.63	51.29
Past service cost	-	-	-	-	-	-
Interest cost (income)	29.17	28.21	27.22	29.53	1.95	(1.32)
Employers contribution	-	-	96.73	11.53	(96.73)	(11.53)
Total included in profit or loss	84.80	79.50	123.95	41.06	(39.15)	38.44
Included in OCI						
Remeasurement loss (gain):						
Actual return on plan asset less interest on plan asset	-	-	53.43	(36.62)	(53.43)	36.62
Actuarial loss (gain) arising from:						
Demographic assumptions	3.39	17.91	-	-	3.39	17.91
Financial assumptions	-	(12.86)	-	-	-	(12.86)
Experience adjustment	3.66	(26.05)	-	-	3.66	(26.05)
Total included in OCI	7.05	(21.00)	53.43	(36.62)	(46.38)	15.62
Other						
Benefits paid	(25.97)	(65.09)	(25.97)	(65.09)	-	-
Liabilities assumed/ (settled)	-	(2.79)	-	-	-	(2.79)
Closing balance	520.06	454.18	548.93	397.52	(28.87)	56.66
Represented by						
Net defined benefit asset	520.06	-	548.93	-	(28.87)	-
Net defined benefit liability	-	454.18	-	397.52	-	56.66

C. DEFINED BENEFIT OBLIGATIONS

i. Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages).

Particulars	31 st March 2024	31 st March 2023
Discount rate	7.15%	7.30%
Salary escalation rate	7.00%	7.00%

Assumptions regarding future mortality have been based on published statistics and mortality tables.



Notes

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ii. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(₹ in lakh)

Impact of change in assumptions	31 st March, 2024		31 st March, 2023	
	Increase	Decrease	Increase	Decrease
Discount rate (0.5% movement)	(11.14)	11.66	(10.20)	10.67
Future salary growth (0.5% movement)	3.63	(3.67)	3.60	(3.63)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

iii. Risk exposure

A decrease in Government Securities yield will increase plan liabilities. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

D. DISAGGREGATION OF PLAN ASSET

Particulars	31 st March, 2024			31 st March, 2023		
	Quoted Value	Non-Quoted Value	Total	Quoted Value	Non-Quoted Value	Total
Insurer managed funds	0%	100%	100%	-	100%	100%

(₹ in lakh)

Particulars	31 st March, 2024		31 st March, 2023	
	%	Amount	%	Amount
Equity	59%	322.44	12%	49.65
Government securities	24%	134.05	29%	114.13
Bonds, debentures and other fixed income instruments	13%	71.20	36%	144.98
Money market instruments	3%	15.70	22%	88.77
Others	1%	5.54	-	-
Total	100%	548.93	100%	397.52

E. EXPECTED FUTURE CASH FLOWS

Expected contribution:

There is no compulsion on the part of the Group to fully pre fund the liability of the Plan. The Group's philosophy is to fund the benefits based on its own liquidity and tax position as well as level of under funding of the plan.

The expected contribution payable to the plan next year is therefore ₹ Nil (₹ 60 Lakh).

Notes

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Expected future benefit payments:

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date:

Maturity profile	(₹ in lakh)
Expected benefits for year 1	128.19
Expected benefits for year 2	115.59
Expected benefits for year 3	74.79
Expected benefits for year 4	50.50
Expected benefits for year 5	36.30
Expected benefits for year 6	32.00
Expected benefits for year 7	53.51
Expected benefits for year 8	53.15
Expected benefits for year 9	27.53
Expected benefits for year 10 and above	181.60

F. EXPERIENCE ADJUSTMENTS FOR THE CURRENT ANNUAL PERIOD AND PREVIOUS FOUR ANNUAL PERIODS PERTAINING TO GRATUITY:

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023	As at 31 st March, 2022	As at 31 st March, 2021	As at 31 st March, 2020
Defined benefit obligation	520.06	454.18	463.56	447.43	382.64
Plan Assets	(548.93)	(397.52)	(458.17)	(439.92)	(341.53)
Deficit	28.87	(56.66)	(5.39)	(7.51)	(41.11)
Experience Adjustment on Plan Liabilities	3.66	(26.05)	49.38	(10.65)	(4.20)
Experience Adjustment on Plan Assets	54.55	(37.94)	31.23	33.57	6.73

- Compensated absences

The actuarially determined liability for compensated absences of accumulated leave of the employees of the Company is given below:

Particulars	31 st March 2024	31 st March 2023
Total provision recognised in balance sheet	96.08	67.64
Total expense recognised in statement of profit and loss	28.45	144.12
Assumptions :		
Discount rate	7.15%	7.30%
Salary escalation rate	7.00%	7.00%



Notes

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NOTE 23: SHARE-BASED PAYMENT ARRANGEMENTS

A. DESCRIPTION OF SHARE-BASED PAYMENT ARRANGEMENTS

i. Share option plans (equity-settled)

The shareholders of the holding company, Kotak Mahindra Bank Limited, ("the Bank") had passed Special Resolutions in the General meeting dated June 29, 2015 to grant options to the eligible employees of the Bank and its subsidiaries and associate companies. Pursuant to this resolution, the Kotak Mahindra Equity Option Scheme 2015 has been formulated and adopted. In pursuance of the above referred Employees Stock Option Schemes, the Bank has granted stock options to employees of the Company.

During the year ended 31st March, 2024 and 31st March, 2023 the following schemes were in operation:

As at 31st March, 2024

Scheme reference	Grant date	Method of settlement accounting	No. of share options outstanding	Vesting Date	Contractual life of the options (Years)
ESOP 2015 - 25 - D	7-Aug-20	Equity settled	26,948	31-Dec-23	3.40
ESOP 2015 - 30 - C	30-May-21	Equity settled	11,523	30-Jun-24	3.09
ESOP 2015 - 30 - D	30-May-21	Equity settled	11,541	30-Jun-25	4.09
ESOP 2015 - 34 - B	10-May-22	Equity settled	65,019	31-May-24	2.06
ESOP 2015 - 34 - C	10-May-22	Equity settled	65,019	31-May-25	3.06
ESOP 2015 - 34 - D	10-May-22	Equity settled	64,993	31-May-26	4.06
ESOP 2015 - 40 - A	2-May-23	Equity settled	36,367	30-Jun-24	1.16
ESOP 2015 - 40 - B	2-May-23	Equity settled	36,367	30-Jun-25	2.16
ESOP 2015 - 40 - C	2-May-23	Equity settled	36,367	30-Jun-26	3.16
ESOP 2015 - 40 - D	2-May-23	Equity settled	36,349	30-Jun-27	4.16
ESOP 2015 - 41 - A	2-May-23	Equity settled	39,180	30-Sep-24	1.42

As at 31st March, 2023

Scheme reference	Grant date	Method of settlement accounting	No. of share options outstanding	Vesting Date	Contractual life of the options (Years)
ESOP 2015 - 19 - D	20-May-19	Equity settled	46,384	31-Dec-22	3.62
ESOP 2015 - 25 - B	7-Aug-20	Equity settled	37,502	30-Nov-22	2.32
ESOP 2015 - 25 - C	7-Aug-20	Equity settled	39,346	30-Jun-23	2.90
ESOP 2015 - 25 - D	7-Aug-20	Equity settled	39,346	31-Dec-23	3.40
ESOP 2015 - 30 - B	30-May-21	Equity settled	11,585	30-Jun-23	2.08
ESOP 2015 - 30 - C	30-May-21	Equity settled	11,585	30-Jun-24	3.09
ESOP 2015 - 30 - D	30-May-21	Equity settled	11,605	30-Jun-25	4.09
ESOP 2015 - 31 - A	30-May-21	Equity settled	1,920	10-Jun-22	1.03
ESOP 2015 - 34 - A	10-May-22	Equity settled	73,351	31-May-23	1.06
ESOP 2015 - 34 - B	10-May-22	Equity settled	73,351	31-May-24	2.06
ESOP 2015 - 34 - C	10-May-22	Equity settled	73,351	31-May-25	3.06
ESOP 2015 - 34 - D	10-May-22	Equity settled	73,317	31-May-26	4.06
ESOP 2015 - 35 - A	10-May-22	Equity settled	7,060	10-Jun-22	0.08

Notes

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B. MEASUREMENT OF FAIR VALUES

i. Equity-settled share-based payment arrangements

The fair value of the employee share options has been measured using the Black-Scholes formula. Service and non-market performance conditions attached to the arrangements were not taken into account in measuring fair value.

As at 31st March, 2024

Particulars	Grant date	Vesting period	Exercise period	Expected life (Years)	Exercise price (INR)	Market price (INR)	Risk free rate	Annual dividend yield	Volatility	Fair value per share options (INR)
ESOP 2015 - 40	2-May-23	1.16 - 4.16	0.50	1.42 - 4.42	1,939.00	1,938.05	7.03% - 7.14%	0.08%	23.45% - 32.42%	307.85 - 729.28
ESOP 2015 - 41	2-May-23	1.42	0.50	1.67	1,939.00	1,938.05	7.01%	0.08%	24.56%	350.52

As at 31st March, 2023

Particulars	Grant date	Vesting period	Exercise period	Expected life (Years)	Exercise price (INR)	Market price (INR)	Risk free rate	Annual dividend yield	Volatility	Fair value per share options (INR)
ESOP 2015 - 34	10-May-22	1.06 - 4.06	0.50	1.31 - 4.31	1,798.00	1,767.50	5.75% - 7.36%	0.06%	22.72% - 36.85%	268.84 - 654.77
ESOP 2015 - 35	10-May-22	1.39	0.25	1.73	1,798.00	1,767.50	5.96%	0.06%	28.83%	332.31

The following table lists the average inputs to the models used for the plans for the year ended 31st March, 2024.

Particulars	Description of the inputs used
Expected volatility (weighted-average)	Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of Kotak Mahindra Bank Limited's publicly traded equity shares.
Expected dividends	Dividend yield of the options is based on recent dividend activity.
Risk-free interest rate (based on government bonds)	Risk-free interest rates are based on the government securities yield in effect at the time of the grant.

C. RECONCILIATION OF OUTSTANDING SHARE OPTIONS

Activity in the options outstanding under the employee's stock option Scheme as at 31st March, 2024

Scheme	Grant date	31 st March, 2024							
		Outstanding at the start of the year	Granted during the year	Exercised during the year	Net transfer In/ (Out)	Lapsed during the year	Forfeited during the year	Outstanding at the end of the year	Exercisable at the end of the year
ESOP 2015 - 19	20-May-19	46,384	-	(42,796)	-	(3,588)	-	-	-
ESOP 2015 - 25	7-Aug-20	116,194	-	(82,944)	-	(5,838)	(464)	26,948	26,948
ESOP 2015 - 30	30-May-21	34,775	-	(6,375)	-	(5,210)	(126)	23,064	-
ESOP 2015 - 31	30-May-21	1,920	-	-	-	(1,920)	-	-	-
ESOP 2015 - 34	10-May-22	293,370	-	(5,508)	(21,630)	(60,654)	(10,547)	195,031	-
ESOP 2015 - 35	10-May-22	7,060	-	-	-	(7,060)	-	-	-
ESOP 2015 - 40	2-May-23	-	150,410	-	-	-	(4,960)	145,450	-
ESOP 2015 - 41	2-May-23	-	39,180	-	-	-	-	39,180	-
		499,703	189,590	(137,623)	(21,630)	(84,270)	(16,097)	429,673	26,948



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Scheme	Grant date	31 st March, 2023							
		Outstanding at the start of the year	Granted during the year	Exercised during the year	Net transfer In/ (Out)	Lapsed during the year	Forfeited during the year	Outstanding at the end of the year	Exercisable at the end of the year
ESOP 2015 - 14	18-May-18	74,026	-	(73,096)	-	(930)	-	-	-
ESOP 2015 - 19	20-May-19	185,092	-	(128,360)	-	(10,010)	(338)	46,384	46,384
ESOP 2015 - 25	7-Aug-20	140,287	-	(21,517)	(1,400)	(504)	(672)	116,194	39,938
ESOP 2015 - 30	30-May-21	46,360	-	(5,055)	-	(6,530)	-	34,775	-
ESOP 2015 - 31	30-May-21	1,920	-	-	-	-	-	1,920	1,920
ESOP 2015 - 34	10-May-22	-	306,540	-	(2,740)	-	(10,430)	293,370	-
ESOP 2015 - 35	10-May-22	-	7,060	-	-	-	-	7,060	-
		447,685	313,600	(228,028)	(4,140)	(17,974)	(11,440)	499,703	88,242

The weighted average share price at the date of exercise for stock options exercised during the year was ₹ 1,830.09 (Previous year: ₹ 1,660.58).

The details of exercise price for stock options outstanding at the end of the year are:

ESOP Scheme	Range of exercise prices (₹)	31 st March, 2024			31 st March, 2023		
		Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (₹)	Number of options outstanding	Weighted average remaining contractual life of options (in years)	Weighted average exercise price (₹)
2015-19	1400-1500	-	-	-	46,384	0.25	1,460.00
2015-25	1301-1400	26,948	0.78	1,341.00	116,194	0.78	1,341.00
2015-30	1800-1900	23,064	1.75	1,801.00	34,775	1.75	1,801.00
2015-31	1800-1900	-	-	-	1,920	1.75	1,801.00
2015-34	1700-1800	195,031	2.17	1,798.00	293,370	2.17	1,798.00
2015-35	1700-1800	-	-	-	7,060	0.42	1,798.00
2015-40	1900-2000	145,450	3.75	1,939.00	-	-	-
2015-41	1900-2000	39,180	1	1,939	-	-	-

ii. Stock Appreciation Rights ("SAR") (Cash-settled)

Description of share-based payment arrangements

At the General Meeting on 29th June, 2015 of the holding company, Kotak Mahindra Bank Limited, the shareholders of the Bank had passed Special Resolution to grant stock appreciation rights (SARs) to the eligible employees of the Bank, its subsidiaries and associate companies. Pursuant to this resolution, Kotak Mahindra Stock Appreciation Rights Scheme 2015 had been formulated and adopted. Subsequently, the SARs have been granted under this scheme.

During the year, the management had approved SARs to be granted to eligible employees as and when deemed fit. The SARs are to be settled in cash and will vest in the manner as provided in the scheme / grant letters to employees. The Company under its various plans / series has granted 72,290 SARs during FY 2023-24 (PY: 1,24,080 SARs). The contractual life (which is equivalent to the vesting period) of the SARs outstanding ranges from 1.16 years to 4.20 years (PY: 1.67 years to 5.10 years).

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As at 31st March, 2024

Scheme reference	Grant date	Method of settlement accounting	No. of SARs outstanding	Vesting dates	Contractual life of the options (Years)
Scheme2015/Series31	7-Aug-20	Cash settled	596	31-Aug-24	4.07
Scheme2015/Series31	7-Aug-20	Cash settled	596	7-Sep-24	4.09
Scheme2015/Series31	7-Aug-20	Cash settled	600	14-Sep-24	4.11
Scheme2015/Series32	30-May-21	Cash settled	1,805	30-Jun-24	3.09
Scheme2015/Series32	30-May-21	Cash settled	1,805	7-Jul-24	3.11
Scheme2015/Series32	30-May-21	Cash settled	1,827	14-Jul-24	3.13
Scheme2015/Series32	30-May-21	Cash settled	1,810	30-Jun-25	4.09
Scheme2015/Series32	30-May-21	Cash settled	1,810	7-Jul-25	4.11
Scheme2015/Series32	30-May-21	Cash settled	1,833	14-Jul-25	4.13
Scheme2015/Series37	28-Oct-21	Cash settled	761	30-Jun-24	2.67
Scheme2015/Series37	28-Oct-21	Cash settled	762	7-Jul-24	2.69
Scheme2015/Series37	28-Oct-21	Cash settled	762	14-Jul-24	2.71
Scheme2015/Series40	10-May-22	Cash settled	8,708	31-May-24	2.06
Scheme2015/Series40	10-May-22	Cash settled	8,708	7-Jun-24	2.08
Scheme2015/Series40	10-May-22	Cash settled	8,705	14-Jun-24	2.10
Scheme2015/Series40	10-May-22	Cash settled	8,708	31-May-25	3.06
Scheme2015/Series40	10-May-22	Cash settled	8,708	7-Jun-25	3.08
Scheme2015/Series40	10-May-22	Cash settled	8,705	14-Jun-25	3.10
Scheme2015/Series40	10-May-22	Cash settled	8,701	31-May-26	4.06
Scheme2015/Series40	10-May-22	Cash settled	8,701	7-Jun-26	4.08
Scheme2015/Series40	10-May-22	Cash settled	8,695	14-Jun-26	4.10
Scheme2015/Series55	2-May-23	Cash settled	5,615	30-Jun-24	1.16
Scheme2015/Series55	2-May-23	Cash settled	5,615	7-Jul-24	1.18
Scheme2015/Series55	2-May-23	Cash settled	5,613	14-Jul-24	1.20
Scheme2015/Series55	2-May-23	Cash settled	5,615	30-Jun-25	2.16
Scheme2015/Series55	2-May-23	Cash settled	5,615	7-Jul-25	2.18
Scheme2015/Series55	2-May-23	Cash settled	5,613	14-Jul-25	2.20
Scheme2015/Series55	2-May-23	Cash settled	5,615	30-Jun-26	3.16
Scheme2015/Series55	2-May-23	Cash settled	5,615	7-Jul-26	3.18
Scheme2015/Series55	2-May-23	Cash settled	5,613	14-Jul-26	3.20
Scheme2015/Series55	2-May-23	Cash settled	5,614	30-Jun-27	4.16
Scheme2015/Series55	2-May-23	Cash settled	5,614	7-Jul-27	4.18
Scheme2015/Series55	2-May-23	Cash settled	5,613	14-Jul-27	4.20



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As at 31st March, 2023

Scheme reference	Grant date	Method of settlement accounting	No. of SARs outstanding	Vesting dates	Contractual life of the options (Years)
Scheme2015/Series28	7-Aug-20	Cash settled	3,347	7-Jan-24	3.42
Scheme2015/Series28	7-Aug-20	Cash settled	3,347	7-Jul-23	2.92
Scheme2015/Series28	7-Aug-20	Cash settled	3,343	14-Jan-24	3.44
Scheme2015/Series28	7-Aug-20	Cash settled	3,343	14-Jul-23	2.93
Scheme2015/Series28	7-Aug-20	Cash settled	3,295	30-Jun-23	2.90
Scheme2015/Series28	7-Aug-20	Cash settled	3,295	31-Dec-23	3.40
Scheme2015/Series31	7-Aug-20	Cash settled	896	7-Sep-23	3.08
Scheme2015/Series31	7-Aug-20	Cash settled	596	7-Sep-24	4.09
Scheme2015/Series31	7-Aug-20	Cash settled	896	14-Sep-23	3.10
Scheme2015/Series31	7-Aug-20	Cash settled	600	14-Sep-24	4.11
Scheme2015/Series31	7-Aug-20	Cash settled	896	31-Aug-23	3.07
Scheme2015/Series31	7-Aug-20	Cash settled	596	31-Aug-24	4.07
Scheme2015/Series32	30-May-21	Cash settled	1,818	7-Jul-23	2.10
Scheme2015/Series32	30-May-21	Cash settled	1,818	7-Jul-24	3.11
Scheme2015/Series32	30-May-21	Cash settled	1,824	7-Jul-25	4.11
Scheme2015/Series32	30-May-21	Cash settled	1,843	14-Jul-23	2.12
Scheme2015/Series32	30-May-21	Cash settled	1,843	14-Jul-24	3.13
Scheme2015/Series32	30-May-21	Cash settled	1,849	14-Jul-25	4.13
Scheme2015/Series32	30-May-21	Cash settled	1,818	30-Jun-23	2.08
Scheme2015/Series32	30-May-21	Cash settled	1,818	30-Jun-24	3.09
Scheme2015/Series32	30-May-21	Cash settled	1,824	30-Jun-25	4.09
Scheme2015/Series37	28-Oct-21	Cash settled	762	7-Jul-23	1.69
Scheme2015/Series37	28-Oct-21	Cash settled	762	7-Jul-24	2.69
Scheme2015/Series37	28-Oct-21	Cash settled	762	14-Jul-23	1.71
Scheme2015/Series37	28-Oct-21	Cash settled	762	14-Jul-24	2.71
Scheme2015/Series37	28-Oct-21	Cash settled	761	30-Jun-23	1.67
Scheme2015/Series37	28-Oct-21	Cash settled	761	30-Jun-24	2.67
Scheme2015/Series40	10-May-21	Cash settled	9,521	7-Jun-23	2.08
Scheme2015/Series40	10-May-21	Cash settled	9,521	7-Jun-24	3.08
Scheme2015/Series40	10-May-21	Cash settled	9,521	7-Jun-25	4.08
Scheme2015/Series40	10-May-21	Cash settled	9,524	7-Jun-26	5.08
Scheme2015/Series40	10-May-21	Cash settled	9,521	14-Jun-23	2.10
Scheme2015/Series40	10-May-21	Cash settled	9,521	14-Jun-24	3.10
Scheme2015/Series40	10-May-21	Cash settled	9,521	14-Jun-25	4.10
Scheme2015/Series40	10-May-21	Cash settled	9,523	14-Jun-26	5.10
Scheme2015/Series40	10-May-21	Cash settled	9,521	31-May-23	2.06
Scheme2015/Series40	10-May-21	Cash settled	9,521	31-May-24	3.06
Scheme2015/Series40	10-May-21	Cash settled	9,521	31-May-25	4.06
Scheme2015/Series40	10-May-21	Cash settled	9,524	31-May-26	5.06

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The fair values were calculated using a Black-Scholes Model. The inputs were as follows:

As at 31st March, 2024

Scheme	Grant date	Vesting period		Expected life (Years)		Exercise price (INR)	Weighted average share price	Risk free rate		Annual dividend yield	Volatility		Fair value per SARs (INR)
		From	To	From	To			From	To		From	To	
Scheme2015/Series31	7-Aug-20	0.42	0.46	0.42	0.46	-	1,785.50	7.11%	7.14%	0.08%	17.44%	17.79%	1784.81 - 1784.87
Scheme2015/Series32	30-May-21	0.25	1.29	0.25	1.29	-	1,785.50	7.02%	7.07%	0.08%	17.28%	19.24%	1783.57 - 1785.13
Scheme2015/Series37	28-Oct-21	0.25	0.29	0.25	0.29	-	1,785.50	7.02%	7.04%	0.08%	18.84%	19.24%	1785.07 - 1785.13
Scheme2015/Series40	10-May-22	0.17	2.21	0.17	2.21	-	1,785.50	6.97%	7.14%	0.08%	17.54%	20.94%	1782.19 - 1785.25
Scheme2015/Series55	2-May-23	0.25	3.29	0.25	3.29	-	1,785.50	7.02%	7.18%	0.08%	17.28%	22.98%	1780.57 - 1785.13

As at 31st March, 2023

Scheme	Grant date	Vesting period		Expected life (Years)		Exercise price (INR)	Weighted average share price	Risk free rate		Annual dividend yield	Volatility		Fair value per SARs (INR)
		From	To	From	To			From	To		From	To	
Scheme2015/Series28	7-Aug-20	0.25	0.79	0.25	0.79	-	1,721.05	7.00%	7.32%	0.06%	15.63%	19.61%	1720.18 - 1720.77
Scheme2015/Series31	7-Aug-20	0.42	1.46	0.42	1.46	-	1,721.05	7.16%	7.21%	0.06%	15.02%	24.82%	1719.44 - 1720.59
Scheme2015/Series32	30-May-21	0.25	2.29	0.25	2.29	-	1,721.05	7.00%	7.27%	0.06%	15.63%	24.84%	1718.53 - 1720.77
Scheme2015/Series37	28-Oct-21	0.25	1.29	0.25	1.29	-	1,721.05	7.00%	7.24%	0.06%	15.63%	23.54%	1719.63 - 1720.77
Scheme2015/Series40	10-May-22	0.17	3.21	0.17	3.21	-	1,721.05	6.92%	7.29%	0.06%	16.59%	33.18%	1717.52 - 1720.87

The following table lists the average inputs to the models used for the plans for the year ended March 31, 2024.

Particulars	Description of the inputs used
Expected volatility (weighted-average)	Expected volatility of the option is based on historical volatility, during a period equivalent to the option life, of the observed market prices of Kotak Mahindra Bank Limited's publicly traded equity shares.
Expected dividends	Dividend yield of the options is based on recent dividend activity.
Risk-free interest rate (based on government bonds)	Risk-free interest rates are based on the government securities yield in effect at the time of the grant.



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RECONCILIATION OF STOCK APPRECIATION RIGHTS (CASH-SETTLED)

Scheme	Grant date	31 st March, 2024						
		Outstanding at the start of the year	Granted during the year	Exercised during the year	Net transfer In/ (Out)	Lapsed during the year	Forfeited during the year	Outstanding at the end of the year
2015-28 (Series 28)	7-Aug-20	19,968	-	(19,844)	-	-	(124)	-
2015-31 (Series 31)	7-Aug-20	4,480	-	(2,688)	-	-	-	1,792
2015-32 (Series 32)	30-May-21	16,452	-	(5,468)	-	-	(96)	10,888
2015-37 (Series 37)	28-Oct-21	4,570	-	(2,285)	-	-	-	2,285
2015-40 (Series 40)	10-May-22	114,260	-	(27,185)	-	-	(8,736)	78,339
2015-55 (Series 55)	2-May-23	-	72,290	-	-	-	(4,920)	67,370
		159,730	72,290	(57,470)	-	-	(13,876)	160,674

Scheme	Grant date	31 st March, 2023						
		Outstanding at the start of the year	Granted during the year	Exercised during the year	Net transfer In/ (Out)	Lapsed during the year	Forfeited during the year	Outstanding at the end of the year
2015-22 (Series 22)	20-May-19	22,052	-	(21,984)	-	-	(68)	-
2015-28 (Series 28)	7-Aug-20	37,198	-	(16,502)	(364)	-	(364)	19,968
2015-31 (Series 31)	7-Aug-20	4,480	-	-	-	-	-	4,480
2015-32 (Series 32)	30-May-21	22,010	-	(5,482)	(60)	-	(16)	16,452
2015-40 (Series 40)	28-Oct-21	4,570	-	-	-	-	-	4,570
2015-37 (Series 37)	10-May-22	-	124,080	-	(1,790)	-	(8,030)	114,260
		90,310	124,080	(43,968)	(2,214)	-	(8,478)	159,730

Effect of the employee share-based payment plans on the statement of profit and loss and on the financial position:

Year ended 31st March,

(₹ in lakh)

Particulars	2024	2023
Total employee compensation cost pertaining to share-based payment plans	1,843.02	2,142.31
Compensation cost pertaining to equity-settled employee share-based payment plan included above	546.60	824.51
Closing balance of liability for cash-settled options	1,659.39	1,449.76

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NOTE 24: FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

A. CLASSIFICATION OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES:

Carrying amounts of financial assets and financial liabilities as per their classification are presented below:

(₹ in lakh)

Particulars	As at 31 st March, 2024				As at 31 st March, 2023			
	FVTPL	FVTOCI	Amortised cost	Others	FVTPL	FVTOCI	Amortised cost	Others
Financial Assets								
Cash and cash equivalents	-	-	10,010.18	-	-	-	597.15	-
Bank balance other than cash and cash equivalent	-	-	13,182.03	-	-	-	14,602.25	-
Receivables:								
Trade receivables	-	-	9,180.65	-	-	-	3,863.69	-
Other receivables	-	-	205.20	-	-	-	141.34	-
Loans:								
Employee loans	-	-	0.36	-	-	-	-	-
Investments:								
Mutual funds	43,627.77	-	-	-	36,359.67	-	-	-
Debentures	-	-	4,716.25	-	-	-	6,928.07	-
Venture Funds	24.45	-	-	-	7.14	-	-	-
Preference shares	-	-	-	-	-	-	-	-
Equity instruments:								
Associates	-	-	-	33,766.60	-	-	-	33,766.60
Equity shares	-	383,846.16	-	-	-	274,796.65	-	-
Compulsorily convertible preference shares	-	4,307.35	-	-	-	3,870.24	-	-
Other financial assets	-	-	-	-	-	-	0.07	-
Total financial assets	43,652.22	388,153.51	37,294.67	33,766.60	36,366.81	278,666.89	26,132.57	33,766.60
Financial liabilities								
Trade Payables	-	-	2,363.57	-	-	-	978.47	-
Other Financial Liabilities	-	-	3,159.46	-	-	-	2,263.32	-
Total financial liabilities	-	-	5,523.03	-	-	-	3,241.79	-



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B. FAIR VALUE

Fair values of financial assets and financial liabilities measured as fair value, including their levels in the fair value hierarchy, are presented below.

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Fair values of financial assets and financial liabilities not measured at fair value, including their levels in the fair value hierarchy, are presented below. It does not include the fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

(₹ in lakh)

Particulars	As at 31 st March, 2024				As at 31 st March, 2023			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Debentures	-	4,452.46	-	4,452.46	-	6,234.69	-	6,234.69
Total financial assets	-	4,452.46	-	4,452.46	-	6,234.69	-	6,234.69

Fair value of financial assets and liabilities measured at amortised cost

(₹ in lakh)

Particulars	As at 31 st March, 2024		As at 31 st March, 2023	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Cash and cash equivalents	10,010.18	10,010.18	597.15	597.15
Bank balance other than cash and cash equivalent	13,182.03	13,182.03	14,602.25	14,602.25
Receivables:				
Trade receivables	9,180.65	9,180.65	3,863.69	3,863.69
Other receivables	205.20	205.20	141.34	141.34
Loans	0.36	0.36	-	-
Investments:				
Debentures	4,716.25	4,452.46	6,928.07	6,234.69
Other financial assets	-	-	0.07	0.07
Total financial assets	37,294.67	37,030.87	26,132.57	25,439.19
Financial liabilities				
Payables				
Trade payables	2,363.57	2,363.57	978.47	978.47
Other Payables	-	-	-	-
Other financial liability	3,159.46	3,159.46	2,263.32	2,263.32
Total financial liabilities	5,523.03	5,523.03	3,241.79	3,241.79

The carrying amounts of Cash and cash equivalents, Bank balances, trade and other receivables, bank deposits, trade payables and other financial liabilities are considered to be approximate to their fair values due to their short-term nature.

C. MEASUREMENT OF FAIR VALUES

The fair value of financial instruments have been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements). The categories used are as follows:

Level 1 : Level 1 hierarchy includes financial instruments measured using unadjusted quoted prices in active markets that the Bank has the ability to access for the identical assets or liabilities. A financial instrument is classified as a Level 1 measurement if it is listed on an exchange. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges in valued using the closing price as at the reporting period. The mutual funds are valued at the closing NAV.

Level 2 : The fair value of financial instruments that are not traded in active markets is determined using valuation techniques which maximize the use of observable market data either directly or indirectly, such as quoted prices for similar assets and liabilities in active markets, for substantially

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the full term of the financial instrument but do not qualify as Level 1 inputs. If all significant inputs required to fair value an instrument are observable the instrument is included in level 2.

Level 3 : If one or more of the significant inputs is not based in observable market data, the instruments is included in level 3. That is, Level 3 inputs incorporate market participants' assumptions about risk and the risk premium required by market participants in order to bear that risk. The Bank develops Level 3 inputs based on the best information available in the circumstances.

Financial instruments valued at carrying value

The respective carrying values of certain on-balance sheet financial instruments approximated their fair value. These financial instruments include cash in hand and bank balances, trade receivables, trade payables, bank deposits and certain other assets and liabilities that are considered financial instruments. Carrying values were assumed to approximate fair values for these financial instruments as they are short-term in nature and their recorded amounts approximate fair values or are receivable or payable on demand.

Valuation techniques used to determine fair value

Investments in Mutual funds

The fair values of investments in mutual funds is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

Investment in Venture capital funds

The fair values of investments in venture capital funds is based on the net asset value ('NAV') as stated by the issuers of these venture capital fund units.

Investment in Equity instruments (Classified as level 2)

Fair value has been determined by using the following approaches:

Comparable Companies Multiple Method: Under this method the value of shares/business of a company is determined based on market multiples of publicly traded comparable companies.

Comparable Transaction multiple method: Under this method the value of shares/business of a company is determined based on market multiples of publicly disclosed transactions in the similar segment as that of the Company being valued.

Investment in Equity instruments (Classified as level 3)

Fair value has been determined by using the following approaches:

Discounted Cash Flow (DCF) : Under a DCF approach, forecast cash flows are discounted back to the present date, generating a net present value for the cash flow stream of the business. A terminal value at the end of the explicit forecast period is then determined and that value is also discounted back to the valuation date to give an overall value for the business.

Fair value of financial instruments carried at amortised cost

Investments in Debentures

The fair values have been calculated using the discounted cash flow approach. The discount rates were based on yield curves appropriate for the remaining maturities of the instruments as published by FIBIL.

Transfers between Level 1 and Level 2

There were no transfers between level 1 and 2 during the period. The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.



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Level 3 fair values

The following table shows a reconciliation from the beginning balances to the ending balances for fair value measurements in Level 3 of the fair value hierarchy.

(₹ in lakh)

Particulars	As at 1 st April, 2023	Total gains/ (losses) recorded in profit or loss	Total gains/ (losses) recorded in OCI	Purchases	Sales/ Settlements	Transfers in/(out)	As at 31 st March, 2024
Equity instruments:							
Equity shares	3,073.68	-	1,523.04	4,967.38	-	-	9,564.10
Compulsorily convertible preference shares	3,829.73	-	477.62	-	-	-	4,307.35

(₹ in lakh)

Particulars	As at 1 st April, 2022	Total gains/ (losses) recorded in profit or loss	Total gains/ (losses) recorded in OCI	Purchases	Sales/ Settlements	Transfers in/(out)	As at 31 st March, 2023
Equity instruments:							
Equity shares	-	-	190.13	2,883.55	-	-	3,073.68
Compulsorily convertible preference shares	-	-	198.98	3,630.75	-	-	3,829.73

Transfer out of Level 3

There were no transfers out of level 3 during the period. The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

The table below lists key unobservable inputs to Level 3 financial instruments, and provides the range of those inputs as at March 31, 2024:

Financial Instruments	Significant inputs	unobservable	Fair value measurement sensitivity to unobservable inputs
Investments in equity securities/ compulsorily convertible preference shares	Discount rate, Expected Cash Flows, price		If expected cash flows were higher / lower, discount rate were lower / higher and the price were higher / lower, the fair value would increase / decrease.

Sensitivity analysis of Level 3 financial instruments measured at fair value on a recurring basis

Although the Company believes that its estimates of fair value are appropriate, the use of different methodologies or assumptions could lead to different measurements of fair value. For fair value measurements in Level 3, changing one or more of the assumptions used to reasonably possible alternative assumptions would have the following effects.

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(₹ in lakh)

Particulars	As at 31 st March, 2024		As at 31 st March, 2023	
	Increase	Decrease	Increase	Decrease
Investment in unquoted equity shares:				
If expected cash flows/price were higher / (lower) by 500 bps and the discount rate lower / (higher) by 100 bps, the fair value would increase / (decrease)	461.16	(385.65)	456.60	(75.95)
Investment in unquoted compulsorily convertible preference shares:				
If expected cash flows/price were higher / (lower) by 500 bps and the discount rate lower / (higher) by 100 bps, the fair value would increase / (decrease)	580.68	(485.60)	574.94	(95.63)

D. FINANCIAL RISK MANAGEMENT

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

i. Risk management framework

The Risk Management Policy, *inter alia*, includes identification therein of elements of risk, including those may threaten the existence of the Company. Risk management process has been established across the Company and is designed to identify, assess and frame a response to threats that affect the achievement of its objectives. Further, it is embedded across all the major functions and revolves around the goals and objectives of the organization. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The management committee oversees how the management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The management committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances. The Gross carrying amounts of following financial assets represent the maximum credit risk exposure:



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(₹ in lakh)

Particulars	As at	
	31 st March 2024	31 st March 2023
Trade receivables	9,626.49	3,963.15
Other receivables	205.24	141.38
Investment in debentures	4,717.17	6,929.42
Cash and cash equivalents	10,012.13	597.27
Bank balance other than cash and cash equivalents	13,184.60	14,605.09
Other financial assets	-	0.07
Loans	1.04	-
Total	37,746.67	26,236.38

a. Credit quality analysis

The following tables sets out the information about the credit quality of financial assets measured at amortised cost.

(₹ in lakh)

Particulars	As at 31 st March, 2024					Total
	Current	Past due 1–30 days	Past due 31–60 days	Past due 61–90 days	Past due 90 days	
Trade receivables	41.83	7,986.61	286.23	1,311.82	-	9,626.49
Less: impairment allowance	(0.55)	(333.45)	(16.52)	(95.32)	-	(445.84)
Carrying amount	41.28	7,653.16	269.71	1,216.50	-	9,180.65

(₹ in lakh)

Particulars	As at 31 st March, 2024			Total
	12-month ECL	Lifetime ECL not credit-impaired	Lifetime ECL not credit-impaired	
Other receivables				
Current	205.24	-	-	205.24
Less: Impairment Allowance	(0.04)	-	-	(0.04)
Carrying amount	205.20	-	-	205.20
Cash and bank balances				
Bank balances	23,196.73	-	-	23,196.73
Less: Impairment Allowance	(4.52)	-	-	(4.52)
Carrying amount	23,192.21	-	-	23,192.21
Loans				
Loan to employees	-	-	1.04	1.04
Less: Impairment Allowance	-	-	(0.68)	(0.68)
Carrying amount	-	-	0.36	0.36

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(₹ in lakh)

Particulars	As at 31 st March, 2024			
	12-month ECL	Lifetime ECL not credit-impaired	Lifetime ECL not credit-impaired	Total
Debtures				
AAA	4,717.17	-	-	4,717.17
AA	-	-	-	-
	4,717.17	-	-	4,717.17
Less: impairment allowance	(0.92)	-	-	(0.92)
Carrying amount	4,716.25	-	-	4,716.25

(₹ in lakh)

Particulars	As at 31 st March, 2023					Total
	Current	Past due 1-30 days	Past due 31-60 days	Past due 61-90 days	Past due 90 days	
Trade Receivables	2,271.80	1,596.36	93.02	1.97	-	3,963.15
Less: impairment allowance	(27.94)	(65.85)	(5.54)	(0.13)	-	(99.46)
Carrying amount	2,243.86	1,530.51	87.48	1.84	-	3,863.69

(₹ in lakh)

Particulars	As at 31 st March, 2023				Total
	12-month ECL	Lifetime ECL not credit-impaired	Lifetime ECL not credit-impaired		
Other receivables					
Current		141.38	-	-	141.38
Less: impairment allowance		(0.04)	-	-	(0.04)
Carrying amount		141.34	-	-	141.34
Cash and bank balances					
Bank balances		15,202.36	-	-	15,202.36
Less: impairment allowance		(2.96)	-	-	(2.96)
Carrying amount		15,199.40	-	-	15,199.40

(₹ in lakh)

Particulars	As at 31 st March, 2023				Total
	12-month ECL	Lifetime ECL not credit-impaired	Lifetime ECL not credit-impaired		
Debtures					
AAA		4,385.15	-	-	4,385.15
AA		2,544.27	-	-	2,544.27
		6,929.42	-	-	6,929.42
Less: impairment allowance		(1.35)	-	-	(1.35)
Carrying amount		6,928.07	-	-	6,928.07



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b. Amounts arising from ECL

i. Inputs, assumptions and techniques used for estimating impairment:

Inputs considered in the ECL model:

The Company applies various approaches to determine if there has been a significant increase in credit risk. In determining whether credit risk has increased significantly since initial recognition, the Company uses days past due information and forecast information to assess deterioration in credit quality of a financial asset.

The company categorises financial assets into stages based on the days past due status.

- Stage 1: 0-30 days past due

- Stage 2: 31- 90 days past due

- Stage 3: More than 90 days past due

The Company has used simplified approach to provide expected credit loss on trade receivables as prescribed by Ind AS 109 which permits use of lifetime expected credit loss provision for all trade receivables. The Company has historic credit loss data to compute ECL.

Assumption considered in the ECL model:

- "Loss given default" (LGD) is an estimate of loss from a transaction given that a default occurs.

- "Probability of default" (PD) is defined as the probability of whether the borrowers will default on their obligations in the future. For assets which are in Stage 1, a 12 month PD is required. For Stage 2 assets a lifetime PD is required while Stage 3 assets are considered to have a 100% PD.

- "Exposure at default" (EAD) represents the expected exposure in the event of a default and is the gross carrying amount in case of the financial assets held by the Company.

Forward looking information:

The Company incorporates forward looking information into both assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. Based on the consideration of a variety of external actual and forecast information, the Company forms a 'base case' view of the future direction of relevant economic variables such as total debt to GDP, Gross fixed investment etc. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. The base case represents a most likely outcome while the other scenarios represent more optimistic and more pessimistic outcomes.

Assessment of significant increase in credit risk:

The credit risk on a financial assets of the Company are assumed to have increased significantly since initial recognition when contractual payments are more than 30 days past due. Accordingly the financial assets shall be classified as Stage 2, if on the reporting date, it has been 30 days past due.

Definition of default:

The Company considers a financial instrument defaulted when the counterparty fails to make the contractual payments within 90 days of the due date. This definition of default is determined by considering the business environment in which the company operates and other macro-economic factors. Accordingly the financial assets shall be classified as Stage 3, if on the reporting date, it has been 90 days past due.

Policy for write-off:

Receivables which are not recoverable in the opinion of management are written off.

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ii. Impairment loss allowance

The following table shows reconciliations for trade receivables loss allowances and write offs from the opening to the closing balance:

(₹ in lakh)

Particulars	Current	Past due 1-30 days	Past due 31-60 days	Past due 61-90 days	Past due 90 days	Total
Trade receivables						
Balance as at 31st March, 2022	19.31	281.67	4.87	75.58	4.44	385.87
New financial assets originated during the year	27.94	65.85	5.54	0.13	-	99.46
Financial assets that have been derecognised during the period	(19.31)	(281.67)	(4.87)	(75.58)	(4.44)	(385.87)
Balance as at 31st March, 2023	27.94	65.85	5.54	0.13	-	99.46
New financial assets originated during the year	0.55	333.45	16.52	95.32	-	445.84
Financial assets that have been derecognised during the period	(27.94)	(65.85)	(5.54)	(0.13)	-	(99.46)
Balance as at 31st March, 2024	0.55	333.45	16.52	95.32	-	445.84

The following table shows reconciliations for investment in debentures loss allowances and write offs from the opening to the closing balance:

(₹ in lakh)

Particulars	Amount
Investment in debentures	
Balance as at 31st March, 2022	0.50
New financial assets originated during the year	0.85
Net remeasurement of loss allowance	-
Balance as at 31st March, 2023	1.35
New financial assets originated during the year	-
Net remeasurement of loss allowance	(0.43)
Balance as at 31st March, 2024	0.92

The following table shows reconciliations for other financial asset loss allowances and write offs from the opening to the closing balance:

(₹ in lakh)

Particulars	Other receivables	Cash and bank balances	Loans
Other financial assets			
Balance as at 31st March, 2022	0.17	2.60	-
Net remeasurement of loss allowance	(0.13)	0.36	-
Balance as at 31st March, 2023	0.04	2.96	-
Net remeasurement of loss allowance	(0.00)	1.56	0.68
Balance as at 31st March, 2024	0.04	4.52	0.68



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iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Maturity profile of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

As at 31st March, 2024

(₹ in lakh)

Sr. No.	Particulars	Carrying amount	Total	On demand	Less than 6 months	6-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities									
1	Trade and other payables	2,363.57	2,363.57	-	2,363.57	-	-	-	-
2	Other financial liabilities	3,159.46	3,159.46	-	3,159.46	-	-	-	-
Carrying Amount		5,523.03	5,523.03	-	5,523.03	-	-	-	-

As at 31st March, 2023

(₹ in lakh)

Sr. No.	Particulars	Carrying amount	Total	On demand	Less than 6 months	6-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities									
1	Trade and other payables	978.47	978.47	-	978.47	-	-	-	-
2	Other financial liabilities	2,263.32	2,263.32	-	2,263.32	-	-	-	-
Carrying Amount		3,241.79	3,241.79	-	3,241.79	-	-	-	-

iv. Market risk

Market risk is the risk that changes in market prices – such as equity prices, interest rates and foreign exchange rates – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables. The Company is exposed to market risk primarily related to the market value of the Company's investments, interest rate risk and foreign exchange rate risk. Thus, the Company's exposure to market risk is a function of market value of investment portfolio and some revenue generating activities in foreign currency. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Company is exposed to currency risk on account of its trade receivables in foreign currency. The functional currency of the Company is Indian Rupee.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at 31st March, 2024 and 31st March, 2023 are as below:

(₹ in lakh)

Particulars	31 st March, 2024	31 st March, 2023
Financial assets		
Trade and other receivables	1,094.27	965.96
	1,094.27	965.96

Notes

forming part of the financial statements for the year ended 31st March, 2024

(₹ in lakh)

Particulars	Year end spot rate	
	31 st March, 2024	31 st March, 2023
USD	1,321,884.00	1,175,562.40

Sensitivity analysis

A reasonably possible strengthening (weakening) of the Indian Rupee against the foreign currencies as at March 31 would have affected the measurement of financial instruments denominated in foreign currencies and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

(₹ in lakh)

Effect in INR	Profit or loss	
	Strengthening	Weakening
31st March, 2024		
USD - 1% Movement	10.94	(10.94)
31st March, 2023		
USD - 1% Movement	9.66	(9.66)

Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

Company's interest rate risk arises from its investment in debentures and fixed deposits. The interest rate profile of the Company's interest bearing financial instruments as reported to the management of the Company is as follows.

(₹ in lakh)

Particulars	As at	As at
	31 st March, 2024	31 st March, 2023
Fixed-rate instruments		
Financial assets	26,957.62	21,534.51
Total Net	26,957.62	21,534.51

Interest rate sensitivity analysis for fixed-rate instruments

The Company's interest bearing investments are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 25: CAPITAL DISCLOSURE

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment. The Company monitors its capital on a regular basis. The Company is sufficiently capitalised and no changes were made in objectives, policies or processes for managing capital as at 31st March, 2024 and 31st March, 2023.

NOTE 26: TAX EXPENSE

(A) AMOUNTS RECOGNISED IN PROFIT AND LOSS

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Current tax expense		
Current period	6,672.78	4,680.28
Tax pertaining to prior periods	(437.98)	(69.74)
Total current tax expense (A)	6,234.80	4,610.54
Deferred tax expense/(income)	510.12	154.09
Deferred tax expense/(income) (B)	510.12	154.09
Tax expense for the year (A)+(B)	6,744.92	4,764.63

(B) AMOUNTS RECOGNISED IN OTHER COMPREHENSIVE INCOME

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024			For the year ended 31 st March, 2023		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Items that will not be reclassified to profit or loss						
(a) Remeasurements of defined benefit liability (asset)	46.38	(11.67)	34.71	(15.62)	3.93	(11.69)
(b) Equity instruments through other comprehensive income	104,519.24	(23,765.20)	80,754.04	9,618.85	(2,051.15)	7,567.70
Total	104,565.62	(23,776.87)	80,788.75	9,603.23	(2,047.22)	7,556.01

(C) RECONCILIATION OF EFFECTIVE TAX RATE

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Profit before tax	29,956.02	20,828.66
Tax using the Company's domestic tax rate (Current year 25.168% Previous Year 25.168%)	7,539.33	5,242.16
Tax effect of:		
Tax effects of amounts which are not deductible from taxable income	377.14	217.22
Effect of dividend income taxed under Section 80M	(733.56)	(613.95)
(Short) / Excess provision for tax	(437.98)	(69.74)
Others	-	(11.06)
Total income tax expenses	6,744.93	4,764.63
Effective tax rate	22.516%	22.875%

Notes

forming part of the financial statements for the year ended 31st March, 2024

(D) MOVEMENT IN DEFERRED TAX BALANCES

(₹ in lakh)

Particulars	31 st March, 2024					
	Net balance 31-Mar-23	Recognised in profit or loss	Recognised in OCI	Net balance 31-Mar-24	Deferred tax asset	Deferred tax liability
Deferred tax asset						
Property, plant and equipment	77.70	(10.41)	-	67.29	67.29	-
Employee benefits	723.94	94.41	(11.67)	806.68	806.68	-
EIR & ECL impact on financial instrument measured at amortised cost	(26.24)	87.93	-	61.69	61.69	-
Investments carried at FVTPL	56.57	(4.35)	-	52.22	52.22	-
Other items	20.13	(5.99)	-	14.14	14.14	-
Sub-Total	852.09	161.59	(11.67)	1,002.01	1,002.01	-
Deferred tax liabilities						
Investments carried at FVTPL	(566.75)	(671.71)	-	(1,238.46)	-	(1,238.46)
Investments carried at FVOCI	(58,507.87)	-	(23,765.20)	(82,273.07)	-	(82,273.07)
Sub-Total	(59,074.62)	(671.71)	(23,765.20)	(83,511.53)	-	(83,511.53)
Total	(58,222.53)	(510.12)	(23,776.87)	(82,509.52)	1,002.01	(83,511.53)

(₹ in lakh)

Particulars	31 st March, 2023					
	Net balance 31-Mar-22	Recognised in profit or loss	Recognised in OCI	Net balance 31-Mar-23	Deferred tax asset	Deferred tax liability
Deferred tax asset						
Property, plant and equipment	79.21	(1.51)	-	77.70	77.70	-
Employee benefits	450.30	269.72	3.93	723.94	723.94	-
EIR & ECL impact on financial instrument measured at amortised cost	46.95	(73.19)	-	(26.24)	-	(26.24)
Investments carried at FVTPL	51.29	5.28	-	56.57	56.57	-
Other items	1.86	18.27	-	20.13	20.13	-
Sub-Total	629.61	218.57	3.93	852.10	878.34	(26.24)
Deferred tax liabilities						
Investments carried at FVTPL	(194.09)	(372.66)	-	(566.75)	-	(566.75)
Investments carried at FVOCI	(56,456.72)	-	(2,051.15)	(58,507.87)	-	(58,507.87)
Sub-Total	(56,650.81)	(372.66)	(2,051.15)	(59,074.62)	-	(59,074.62)
Total	(56,021.20)	(154.09)	(2,047.22)	(58,222.52)	878.34	(59,100.86)

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income in which the relevant entity operates and the period over which deferred income tax assets will be recovered.

(E) TAX LOSSES CARRIED FORWARD

The Company does not have accumulated tax losses carried forward. Also, company has opted for lower tax rate u/s 115BAA. Thus carried forward losses are not eligible for set off against future profits.



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 27: REVENUE FROM CONTRACTS WITH CUSTOMERS

A) THE COMPANY HAS RECOGNISED FOLLOWING AMOUNTS RELATING REVENUE IN THE STATEMENT OF PROFIT AND LOSS:

(₹ in lakh)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Revenue from contracts with customers	37,501.97	28,393.31
Total Income	37,501.97	28,393.31
Impairment loss on receivables	346.38	(286.41)

B) DISAGGREGATION OF REVENUE FROM CONTRACTS WITH CUSTOMERS

In the following table, revenue is disaggregated by major services and timing of revenue recognition:

(₹ in lakh)

Particulars	Advisory and Transactional Services	
	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Major Service Lines		
Advisory Fees	14,361.60	11,463.92
Issue Management and Placement	23,140.37	16,929.39
Total	37,501.97	28,393.31
Timing of revenue recognition		
At a point in time	37,501.97	28,393.31
Over a period of time	-	-
Total Revenue	37,501.97	28,393.31

C) CONTRACT BALANCES

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

(₹ in lakh)

Particulars	As at 31 st March 2024	As at 31 st March 2023
Trade Receivables	9,180.65	3,863.69

D) TRANSACTION PRICE ALLOCATED TO THE REMAINING PERFORMANCE OBLIGATIONS

The Company has elected to apply the practical expedient under Ind AS 115 and does not disclose information about remaining performance obligations that have original expected duration of one year or less.

NOTE 28: SEGMENT INFORMATION

An operating segment is a component of the Company that engages in business activities from which it may earn revenue and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available.

All operating segments' results, inter-company revenues and expenses, are regularly reviewed by the Board of Directors, which have been identified as the Chief Operating Decision Maker ('CODM') of the Company, for which discrete financial information is available. The Board of Directors, which have been identified as the CODM, regularly review the performance reports and make decisions about allocation of resources. The Company has two reportable segments, as described below: a) Advisory and transactional services b) Trading and principal investments. The "Advisory and Transactional services" segment provides financial advisory services such as mergers and acquisition advice and equity-debt issue management services.

The "Trading and Principal Investments" segment deals in equity and derivatives, loans/deposits and investments.

Notes

forming part of the financial statements for the year ended 31st March, 2024

A. INFORMATION ABOUT REPORTABLE SEGMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

(₹ in lakh)

Particulars	Reportable segments		
	Advisory and Transactional Services	Trading and Principal Investments	Total Segments
Revenue from external customers	37,501.97	-	37,501.97
Other income	71.46	8,212.64	8,284.10
Total	37,573.43	8,212.64	45,786.07
Segment result	21,698.19	8,211.91	29,910.10
Unallocable income	-	-	67.21
Unallocable expenses (Finance cost)	-	-	21.29
Tax expenses	-	-	6,744.92
Profit for the year			23,211.10
Segment assets	10,003.12	493,481.15	503,484.27
Unallocated assets	-	-	1,864.08
Total Assets			505,348.35
Segment liabilities	10,382.44	-	10,382.44
Unallocated liabilities	-	-	85,457.19
Total Liabilities			95,839.63
Other disclosures			
Depreciation and amortisation	172.87	-	172.87
Unallocated depreciation and amortisation	-	-	-
Capital expenditure	342.08	-	342.08

FOR THE YEAR ENDED 31ST MARCH, 2023

(₹ in lakh)

Particulars	Reportable segments		
	Advisory and Transactional Services	Trading and Principal Investments	Total Segments
Revenue from external customers	28,393.31	-	28,393.31
Other income	15.11	5,442.02	5,457.13
Total	28,408.42	5,442.02	33,850.44
Segment result	15,413.34	5,440.92	20,854.26
Unallocable income	-	-	-
Unallocable expenses (Finance cost)	-	-	25.60
Tax expenses	-	-	4,764.63
Segment profit / (loss)			16,064.03
Segment assets	4,423.11	370,927.77	375,350.88
Unallocated assets	-	-	1,619.99
Total Assets			376,970.87
Segment liabilities	7,636.02	-	7,636.02
Unallocated liabilities			60,393.49
Total Liabilities			68,029.51
Other disclosures			
Depreciation and amortisation	166.07	-	166.07
Unallocated depreciation and amortisation	-	-	-
Capital expenditure	332.74	-	332.74



Notes

forming part of the financial statements for the year ended 31st March, 2024

B. GEOGRAPHIC INFORMATION

The Company is domiciled in India. The amount of its revenue from external customers broken down by location of the customers is shown in the table below:

(₹ in lakh)

Geography	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Revenue		
In India	34,470.18	26,475.48
Outside India	3,031.79	1,917.83
Total Revenue	37,501.97	28,393.31

C. INFORMATION ABOUT MAJOR CUSTOMERS

For the year ended 31st March, 2024 - Revenues from one customer of the Company's Advisory and Transactional Services segment represented INR 4,868.95 lakh of the Company's total revenues.

For the year ended 31st March, 2023 - No revenues from transactions with single external customer accounted to 10% or more of company's total revenue.

NOTE 29: RELATED PARTY DISCLOSURES

Related party disclosures, as required by notified Ind AS 24 - 'Related Party Disclosures' are given below:

A. NAMES OF RELATED PARTIES

(₹ in lakh)

Sr. No.	Particulars	Country of Incorporation	Proportion of ownership interest
a)	Holding company:		
	Kotak Mahindra Bank Limited	India	100.00%
	Mr. Uday S. Kotak, Promoter along with the persons / entities forming part of the Promoter Group, holds 25.90% of the paid-up share capital of Kotak Mahindra Bank Limited as at 31 st March, 2024.		
b)	Fellow subsidiaries with whom transactions have taken place during the year:		
	Kotak Mahindra Life Insurance Company Limited	India	-
	Kotak Mahindra Prime Limited	India	-
	Kotak Mahindra Investments Limited	India	-
	Kotak Mahindra General Insurance Company Limited	India	-
c)	Associates		
	Kotak Alternate Asset Managers Limited (formerly known as "Kotak Investment Advisors Limited")	India	41.37%
	Kotak Securities Limited	India	25.00%
	Kotak Infrastructure Debt Fund Limited	India	20.00%
	Infina Finance Private Limited	India	49.99%
	Kotak Mahindra (International) Limited	Mauritius	49.00%
	Kotak Mahindra Inc.	USA	49.00%
d)	Key Management Personnel/Directors		
	Mr. Uday Kotak - Chairman		
	Mr. V Jayasankar - Whole-time Director		
	Mr. K V S Manian - Director upto 30 th April, 2024		
	Mr. Dipak Gupta - Director upto 26 th April, 2024		
	Ms. Anu Aggarwal - Director w.e.f. 24 th June, 2022		
	Mr. Jaimin Bhatt - Director		
	Mr. T V Raghunath - Director upto 28 th May, 2022		
	Mr. Srinivasan Ramesh - Managing Director & CEO		
	Mr. Sourav Mallik - Joint Managing Director		
e)	Key Management Personnel of holding company		
	Mr. Uday Kotak - Managing Director & CEO upto 31 st August, 2023.		
	Mr. Dipak Gupta - Joint MD till 31 st August, 2023 and interim Managing Director & CEO w.e.f. 1 st September, 2023 upto 31 st December, 2023		
f)	Post employment benefits plan		
	Kotak Mahindra Capital Company Limited employment gratuity fund		

Notes

forming part of the financial statements for the year ended 31st March, 2024

B. TRANSACTIONS WITH KEY MANAGEMENT PERSONNEL

i. Key management personnel compensation

(₹ in lakh)

Sr. No.	Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
i.	Short-term employee benefits*	1,836.12	1,577.02
ii.	Shared-based payments	364.93	234.66

*Excludes provision for gratuity and leave encashment, since these are based on actuarial valuations done on an overall Company basis.

II. TRANSACTIONS WITH RELATED PARTIES

The information about the Company's structure including the details of the subsidiaries and the holding company is provided above. The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

(₹ in lakh)

Particulars	31 st March, 2024	31 st March, 2023
I. Holding Company		
Kotak Mahindra Bank Limited		
Transactions during the year :		
Interest received on Fixed Deposit	1,099.44	405.83
Fixed Deposit Placed	29,556.00	49,612.00
Fixed Deposit encashed/ Matured	21,930.00	48,230.00
Expenses reimbursement to Kotak Mahindra Bank Limited	2,144.63	1,927.41
Expenses reimbursement by Kotak Mahindra Bank Limited	-	4.02
Final/Interim Dividend- Paid	3,436.15	3,436.15
Foreign Payment / Receipts Processing	7,661.40	1,508.75
Brokerage /fee/commission sharing of revenue (income)	509.09	-
Employee stock option plan (expense)	3.66	199.91
Balance Outstanding as at end of the year :		
Bank Balance (including earmarked balances)	1,001.18	597.27
Fixed Deposit Balance including accrued interest	22,195.55	14,566.76
Payables	658.68	134.35
Trade receivables	-	1.13
Capital contribution from Parent	4,032.83	4,029.17
II. Fellow subsidiaries with whom transactions have taken place during the year		
Kotak Mahindra Life Insurance Limited		
Transactions during the year :		
Expenses reimbursement to Kotak Mahindra Life Insurance Limited	18.65	25.97
Dividend received	1,901.00	1,425.75
Balance Outstanding as at end of the year :		
Investment in Equity Shares	374,282.06	271,722.97



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forming part of the financial statements for the year ended 31st March, 2024

(₹ in lakh)

Particulars	31 st March, 2024	31 st March, 2023
Kotak Mahindra Prime Limited		
Transactions during the year :		
Interest received on Debentures	332.02	228.20
Balance Outstanding as at end of the year :		
Investment in Debentures	4,717.17	4,385.15
Kotak Alternate Asset Managers Limited (formerly known as "Kotak Investment Advisors Limited")		
Transactions during the year :		
Brokerage /fee/commission sharing of revenue (expense)	54.75	-
Balance Outstanding as at end of the year :		
Payables	59.13	-
Kotak Mahindra General Insurance Company Limited		
Transactions during the year :		
Expenses reimbursement to Kotak Mahindra General Insurance Company Limited	7.50	2.95
III. Associates		
Kotak Alternate Asset Managers Limited (formerly known as "Kotak Investment Advisors Limited")		
Transactions during the year :		
Expenses reimbursement by Kotak Investment Advisors Limited	43.45	99.00
Balance Outstanding as at end of the year :		
Other receivables	8.19	17.03
Investment in Equity Shares	12,635.70	12,635.70

(₹ in lakh)

Particulars	31 st March, 2024	31 st March, 2023
Kotak Securities Limited		
Transactions during the year :		
Expenses reimbursement to Kotak Securities Limited	169.45	182.17
Expenses reimbursement by Kotak Securities Limited	366.19	471.48
Brokerage /fee/commission sharing of revenue (expense)	5,373.36	4,963.09
Brokerage /fee/commission sharing of revenue (income)	9,889.24	7,229.80
Dividend received	1,200.03	1,200.03
Balance Outstanding as at end of the year :		
Payable	1,374.10	452.43
Other receivables	197.05	123.22
Investment in Equity Shares	12,300.00	12,300.00

Notes

forming part of the financial statements for the year ended 31st March, 2024

(₹ in lakh)

Particulars	31 st March, 2024	31 st March, 2023
Kotak Infrastructure Debt Fund Limited		
Balance Outstanding as at end of the year :		
Investment in Equity Shares	6,200.00	6,200.00
Infina Finance Private Limited		
Balance Outstanding as at end of the year :		
Investment in Equity Shares	110.02	110.02
Kotak Mahindra (International) Limited		
Balance Outstanding as at end of the year :		
Investment in Equity Shares	718.00	718.00
Kotak Mahindra Inc.		
Balance Outstanding as at end of the year :		
Investment in Equity Shares	1,802.90	1,802.90
Key Management Personnel (KMP)*		
Srinivasan Ramesh	870.00	637.81
Sourav Mallik	681.82	587.35
V Jayasankar	649.23	586.52
Post employment benefit plan		
Kotak Mahindra Capital Company Limited employment gratuity fund (Refer note 22 for Details)		

* Excludes provision for gratuity and leave encashment, since these are based on actuarial valuations done on an overall Company basis.

III. TERMS AND CONDITIONS OF TRANSACTIONS WITH RELATED PARTIES

All transactions with these related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash.

NOTE 30: CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
Contingent Liabilities:		
Income Tax Demand (Unsecured)	100.35	100.35
(Note: In respect of item mentioned above till the matters are finally decided, the timing of outflows of economic benefits cannot be ascertained)		
Total	100.35	100.35
Commitments:		
The Company does not have any commitments as at 31 st March, 2024 and 31 st March, 2023.	-	-



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 31: CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of the Section 135 of the Companies Act, 2013 the Company is required to contribute for Corporate Social Responsibility Activities. The Company's CSR program is associated with the CSR initiatives of Kotak Mahindra Bank Limited (KMBL), its holding Company. KMBL is building its CSR capabilities on a sustainable basis and the Company is committed to gradually increase its CSR spend in the coming years.

Details of CSR expenditure

The amount spent during the year is as follows

(₹ in lakh)

Particulars	As at	
	31 st March, 2024	31 st March, 2023
CSR amount spent		
Shri Shanmukhananda Fine Arts	135.00	-
Tata Memorial Centre	50.00	-
OCA Foundation	60.00	-
Citizens Association for Child rights	35.00	-
Contribution to Kotak Education Foundation	11.00	84.00
Ignite Life Science Foundation	30.00	13.60
Accrual towards unspent obligations in relation to:		
Ongoing project	53.46	240.40
Other than ongoing project	-	-
Total	374.46	338.00
Amount required to be spent as per Section 135 of the Act	374.46	338.00
Amount of cumulative unspent at the end of the year	98.36	278.73
Amount spent during the year on		
(i) Construction / acquisition of any asset	-	-
(ii) On purposes other than (i) above	321.00	97.60

As per the provisions of the Section 135 of the Companies Act, 2013 the Company is required to contribute for Corporate Social Responsibility Activities. The Company has contributed to various projects as listed in the above table. The Company's CSR program is associated with the CSR initiatives of Kotak Mahindra Bank Limited (KMBL), its holding Company. KMBL is building its CSR capabilities on a sustainable basis and the Company is committed to gradually increase its CSR spend in the coming years.

Notes

forming part of the financial statements for the year ended 31st March, 2024

Details of ongoing CSR projects under Section 135(6) of the Act

(₹ in lakh)

Financial Year	Balance as at 1 st April, 2023		Amount required to be spent during the year	Amount spent during the year		Balance as at 31 st March, 2024	
	With the Company	In Separate CSR Unspent account		From the Company's Bank account	From Separate CSR Unspent account	*With the Company	In Separate CSR Unspent account
20-21	-	38.33	-	-	(38.33)	-	-
22-23	240.40	-	-	-	(195.50)	-	44.90
23-24	-	-	374.46	-	(374.46)	53.46	-

*The amount with the Company has been transferred to separate unspent CSR account post 31st March, 2024.

Details of CSR expenditure under Section 135(5) of the Act in respect of other than ongoing projects

Balance unspent as at 1 st April, 2023	Amount deposited in Specified Fund of Schedule VII of the Act within 6 months	Amount required to be spent during the year	Amount spent during the year	Balance unspent as at 31 st March, 2024
-	-	-	-	-

Details of excess CSR expenditure under Section 135(5) of the Act

Balance excess spent as at 1 st April, 2023	Amount required to be spent during the year	Amount spent during the year	Balance excess spent as at 31 st March, 2024
-	-	-	-

NOTE 32: DISCLOSURES REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISE DEVELOPMENT ACT, 2006

(₹ in lakh)

Particulars	As at 31 st March, 2024	As at 31 st March, 2023
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(iv) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and Payable even in the Succeeding year, until such date when the interest due as above are actually paid	-	-

The above information regarding micro and small enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 33: MATURITY ANALYSIS

(₹ in lakh)

Particulars	As at 31 st March, 2024			As at 31 st March, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	10,010.18	-	10,010.18	597.15	-	597.15
Bank Balance other than cash and cash equivalents	12,544.91	637.12	13,182.03	3,699.40	10,902.85	14,602.25
Receivables						
(I) Trade receivables	9,180.65	-	9,180.65	3,863.69	-	3,863.69
(II) Other receivables	205.20	-	205.20	141.34	-	141.34
Loans	0.36	-	0.36	-	-	-
Investments	48,368.47	421,920.11	470,288.58	38,893.03	316,835.34	355,728.37
Other financial assets	-	-	-	0.07	-	0.07
Sub total	80,309.77	422,557.23	502,867.00	47,194.68	327,738.19	374,932.87
Non-financial assets						
Current tax assets (Net)	-	862.07	862.07	-	767.89	767.89
Deferred tax assets (Net)	-	1,002.01	1,002.01	-	852.10	852.10
Property, plant and equipment	-	460.26	460.26	-	320.09	320.09
Other intangible assets	-	28.49	28.49	-	0.01	0.01
Other non-financial assets	87.77	40.75	128.52	86.57	11.34	97.91
Sub total	87.77	2,393.58	2,481.35	86.57	1,951.42	2,038.00
Total Assets	80,397.54	424,950.81	505,348.35	47,281.25	329,689.62	376,970.86
LIABILITIES AND EQUITY						
LIABILITIES						
Financial liabilities						
Trade payables						
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	2,363.57	-	2,363.57	978.47	-	978.47
Other financial liabilities	3,159.46	-	3,159.46	2,263.32	-	2,263.32
Sub total	5,523.03	-	5,523.03	3,241.79	-	3,241.79
Non-financial liabilities						
Current tax liabilities (Net)	-	1,945.66	1,945.66	-	1,318.86	1,318.86
Provisions	-	3,237.76	3,237.76	56.66	2,825.37	2,882.04
Deferred tax liabilities (Net)	-	83,511.53	83,511.53	-	59,074.62	59,074.62
Other non-financial liabilities	1,621.65	-	1,621.65	1,512.20	-	1,512.20
Sub total	1,621.65	88,694.95	90,316.60	1,568.86	63,218.87	64,787.72
Total Liabilities	7,144.68	88,694.95	95,839.63	4,810.65	63,218.87	68,029.51

NOTE 34: RATIOS

The Company is in the business of providing Investment Banking Services, financial ratios such as Capital to risk-weighted assets ratio ('CRAR') and Liquidity Coverage Ratio are not applicable.

Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 35: RECLASSIFICATION OF COMPARATIVE FIGURES

The Company has reclassified comparative amounts with current year presentation as per the requirements of Ind AS 1. The impact of such classification is summarized below:

(₹ in lakh)

Particulars	31 st March, 2023 (as previously reported)	Increase/ (Decrease)	31 st March, 2023 (restated)
Bank balance other than cash and cash equivalents	3,699.40	10,902.85	14,602.25
Other financial assets	10,902.92	(10,902.85)	0.07

NOTE 36: OTHER STATUTORY INFORMATION

- i) The Company has not been declared willful defaulter by any bank or financial institutions or government or any government authority.
- ii) The Company has no transactions and balances with the companies struck off under the Companies Act, 2013.
- iii) No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.
- iv) The Company has complied with the number of layers prescribed under the Companies Act, 2013.
- v) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- vi) (A) During the year, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries); or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- vii) (B) During the year, the Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
 - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- viii) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- ix) The company has not traded or invested in crypto currency or virtual currency during the current and the previous year.
- x) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets during the current or previous year.
- xi) There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.



Notes

forming part of the financial statements for the year ended 31st March, 2024

NOTE 37 :

As per the requirements of rule 3(1) of the Companies (Accounts) Rules 2014 the Company uses only such accounting software for maintaining its books of account that have a feature of recording audit trail of each and every transaction creating an edit log of each change made in the books of account along with the date when such changes were made within such accounting software. This feature of recording audit trail has operated throughout the year and was not tampered with during the year. In respect of one cloud based accounting software, the Service Organization Control Report does not cover whether audit trail was enabled or not as per the requirements of rule 3(1) of the Companies (Accounts) Rules 2014 for direct data changes at Database level.

The Company has established and maintained an adequate internal control framework and based on its assessment, believes that this was effective as of 31st March, 2024.

NOTE 38 PROPOSED DIVIDEND

The Board of Directors recommended a final dividend of ₹ 125 per equity share for the financial year ended 31st March, 2024 (31st March, 2023, ₹ 100 per equity share). The payment is subject to approval of the shareholders in the ensuing Annual General Meeting of the company, and if approved would result in a cash outflow of ₹ 4295.19 Lakh. (31st March, 2023, ₹ 3,436.15 Lakh) Dividends on equity shares are recorded as a liability on the date of approval by the shareholders.

In terms of our report attached

For Deloitte Haskins & Sells LLP

Chartered Accountants

Firm's Registration No. - 117366W/W - 100018

Ketan Vora

Partner

Membership No.100459

Place : Mumbai

Date : 29th May, 2024

For and on behalf of the Board of Directors of

Kotak Mahindra Capital Company Limited

CIN : U67120MH1995PLC134050

Uday Kotak

Chairman

DIN: 00007467

Milind Deolalkar

Chief Financial Officer

Place : Mumbai

Date : 29th May, 2024

Ramesh Srinivasan

Managing Director & CEO

DIN: 02787576



Kotak Mahindra Capital Company Limited
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Bandra (East), Mumbai – 400051
Company Website: www.investmentbank.kotak.com
Kotak Mahindra Bank Website: www.kotak.com

Connect with us



CIN: U67120MH1995PLC134050